

MARVEL
COMICS

PETER PARKER™

SPIDER-MAN®

MAY
#5

APPROVED
BY THE
COMICS
CODE
AUTHORITY



**ONE OF
THESE WOMEN
WANTS SPIDEY
DEAD!**

**--FIND OUT
INSIDE!**

**MACKIE
SEARS
HANNA**

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A full-page illustration of Spider-Man and Spider-Woman on a rooftop. Spider-Man is in the center, looking down at Spider-Woman. Spider-Woman is on the right, looking up at him. They are both in their classic red and blue suits. The background shows a city skyline at night with a purple and blue sky.

THE GUY WEARING THE FUNNY UNDERWEAR IS SPIDER-MAN. THE GAL ISN'T.

HE'S THE STAR OF THIS BOOK AND IS USUALLY A SOLO ACT...

...WHICH IS WHY HIS NAME IS PLASTERED ACROSS THE FRONT COVER.

BUT THIS MONTH WE'VE TAKEN IT UPON OURSELVES TO INTRODUCE TO YOU A YOUNG LADY WHO IS CALLING HERSELF SPIDER-WOMAN.

THAT'S HER IN SPIDEY'S ARMS.

WE KNOW SHE'S NOT LOOKING SO GOOD RIGHT NOW...

...BUT YOU SEE SHE AND SPIDER-MAN WERE PUT THROUGH THE WRINGER A SHORT TIME AGO.

THERE HAVE BEEN A COUPLE OF OTHER WOMEN WHO HAVE WORKED UNDER THE SPIDER-WOMAN MONIKER IN THE PAST, BUT THEY DECIDED TO RETIRE FROM THE LIFE OF SPANDEX AND BAD GUYS FOR AWHILE.

THAT LEFT THE SPIDER-WOMAN GUISE FREE AND CLEAR FOR MATTIE...

...THAT'S HER NAME, MATTIE FRANKLIN. SHE'S FIFTEEN YEARS OLD, POWERFUL BEYOND ALL REASON AND DETERMINED TO DO SOMETHING WITH THE STRENGTH SHE ACQUIRED THROUGH A QUASI-MYSTICAL CEREMONY SHE PARTICIPATED IN CALLED THE GATHERING OF FIVE.

FOR AWHILE MATTIE WAS GOING AROUND AND PRETENDING SHE WAS OLD SPIDEY HIMSELF, BUT... WELL, THAT, DIDN'T WORK OUT.

SO SHE WENT FOR THE WEBS AGAIN AND CLAIMED THE UNUSED SPIDER-WOMAN TITLE.

AND, WOULDN'T YOU KNOW IT, SOMEONE ELSE HAD HER EYES SET ON IT AT THE VERY SAME TIME...

...SOMEONE WHO WANTED THE NAME AND THE POWERS AND DIDN'T REALLY WANT ANY PRETENDERS LEFT ALIVE AND BREATHING.

SPIDEY FOUND HIMSELF TRYING TO PROTECT MATTIE FROM THIS EVIL SPIDER-WOMAN AND... WELL...

See Amazing Spider-Man #5
-- Ringer-Ralf.

...THAT'S HOW HE FOUND HIMSELF, BEATEN, BLOODIED AND BRUISED, SWINGING HIGH ABOVE THE CITY WITH ONE SPIDER-WOMAN IN HIS ARMS AND THE OTHER ONE LOOKING TO KILL HIM SOMEWHERE BEHIND HIM.

YOU HANG ON, KID. I'LL GET YOU SOMEWHERE SAFE.

SOMEWHERE SHE WON'T BE ABLE TO GET TO YOU. I HOPE.

THAT STING, OR WHATEVER IT WAS, THAT... THAT... OTHER SPIDER-WOMAN HIT ME WITH IS STILL MAKING MY HEAD SWIM. I'M LUCKY I WAS ABLE TO GET AWAY WITH MATTIE AT ALL.

PLUS... I PROMISED MARY JANE I'D TAKE HER TO THE AIRPORT TONIGHT, AND IF SHE FINDS OUT THAT I'M BACK IN THE WEBS AFTER I SWORE TO HER I WAS GIVING UP MY SPIDER-MAN IDENTITY...

WHICH IS WHY WE'RE CALLING THIS STORY...

STAN LEE PRESENTS:

THE TROUBLE WITH GIRLS

HOWARD MACKIE
BART SEARS
SCOTT HANNA
STORY AND ART
MARK BERNARDO
COLORS

RICHARD STARKINGS & COMICRAFT'S
LIZ AGRAPHOTIS
LETTERS

RALPH MACCHIO
EDITOR

BOB HARRAS
CHIEF



...MAN...

...AM...

...I...

...IN...

...TROUBLE!



I MISJUDGED THAT JUMP **BIG TIME!**

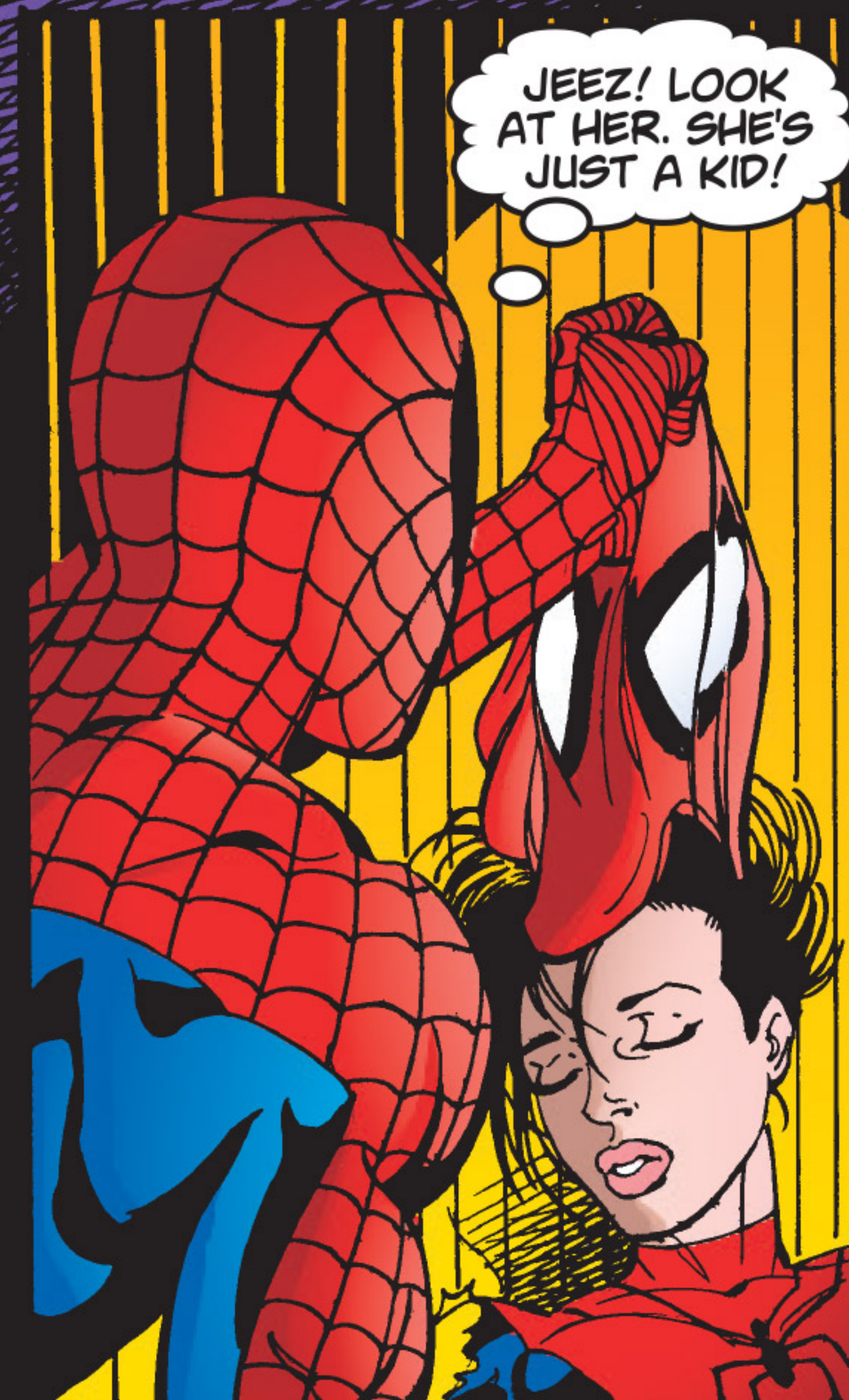
TOO OUT OF IT TO BE RUNNING THE ROOFTOPS WITH HER IN MY ARMS.

GOT TO TAKE A BREATHER. SEE IF THIS VENOM THING WILL WEAR OFF.

FEELS MORE LIKE SOME SORT OF NEURAL DISRUPTER THAN AN ACTUAL POISON.



I SHOULD BE FINE. FAMOUS LAST WORDS.



JEEZ! LOOK AT HER. SHE'S JUST A KID!



HOW DID SHE GET TANGLED UP IN THIS MESS?

FROM THE LITTLE BIT I'VE BEEN ABLE TO PIECE TOGETHER, IT STARTED WHEN SHE GOT INVOLVED WITH MY OLD ENEMY NORMAN OSBORN...

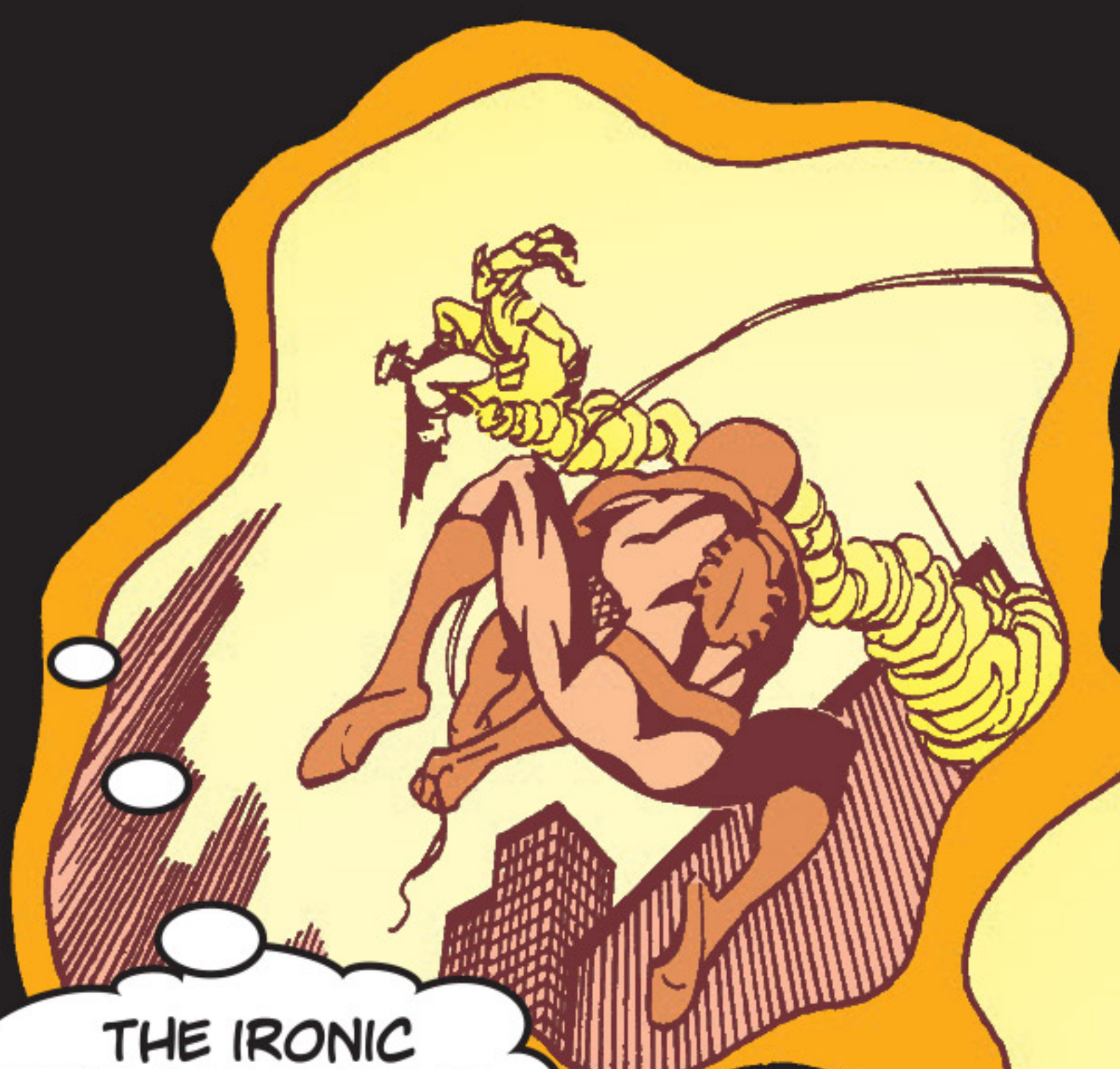
... AND THE GATHERING OF FIVE CEREMONY. THE THING THAT FINALLY SENT NORMAN WELL OVER THE EDGE OF INSANITY.

SHE GOT THE POWER OSBORN WANTED.

AND WHEN I DECIDED TO GIVE UP BEING SPIDER-MAN... SHE WENT FOR IT... BECAME SPIDEY.

SHE'S A FAN OF MINE.

WANTED THE WORLD TO **ALWAYS** HAVE A SPIDER-MAN.



THE IRONIC THING IS THAT IT WAS **HER** THAT GOT ME BACK INTO THE COSTUME.

WHEN THE FLAMING SKELETON CALLED **SHADRAC** APPEARED AND STARTED TEARING INTO HER...

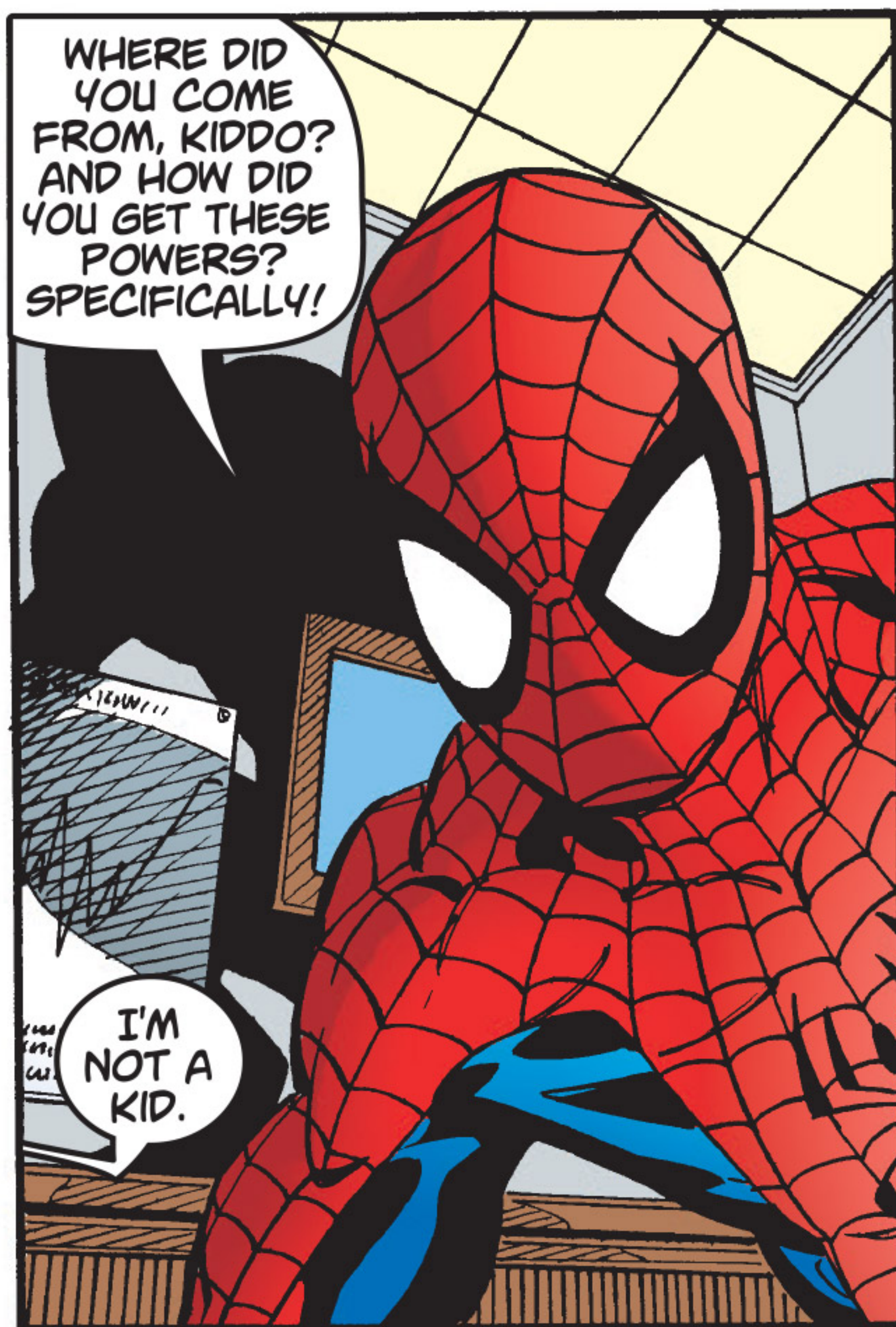
...I COULDN'T SIT BY AND WATCH. THEN I HAD HER QUIT BEING SPIDER-MAN.



IT TOOK A FIFTEEN YEAR OLD TO REMIND ME OF THE HARSHTEST LESSON OF MY LIFE.

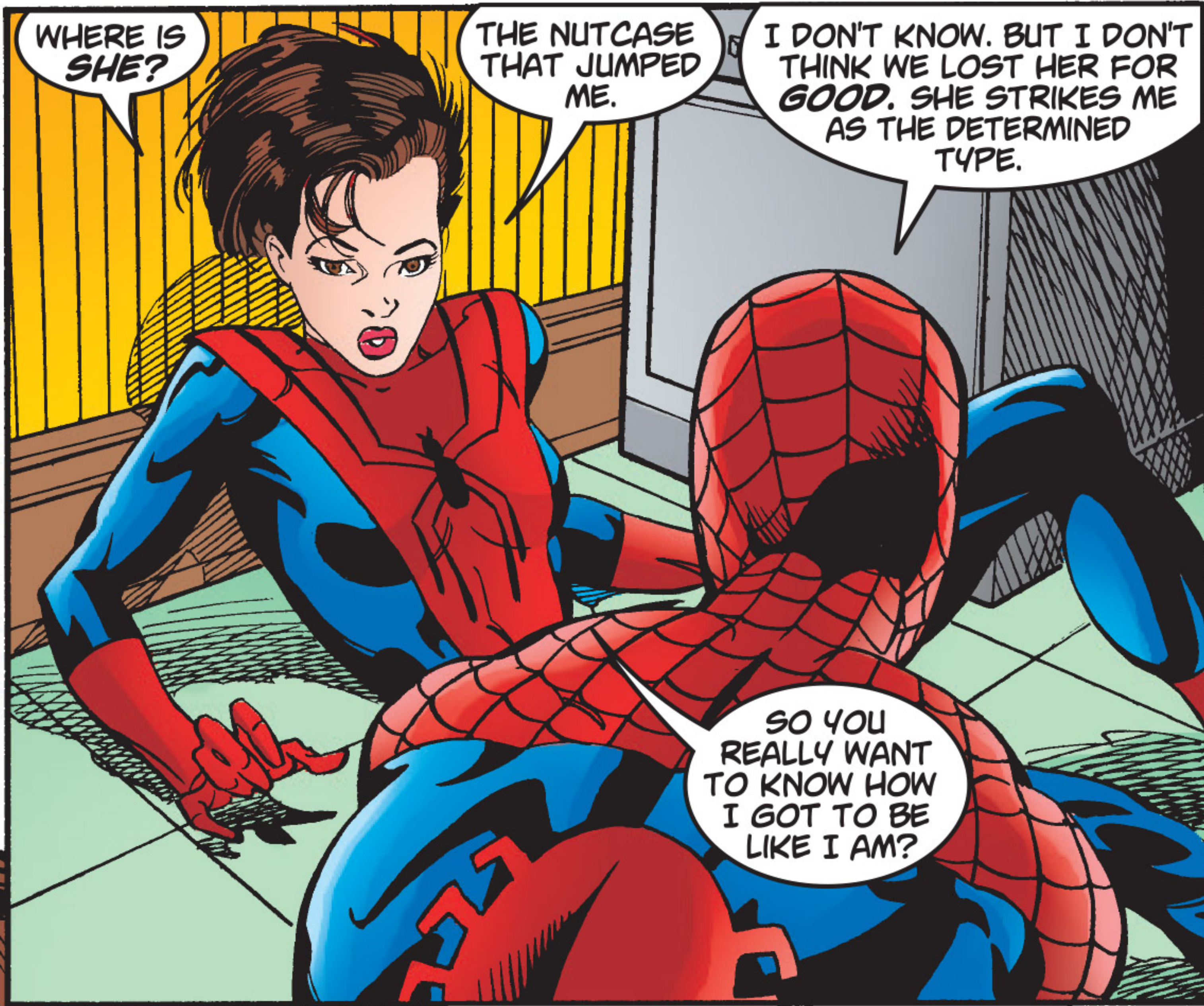
WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY.





WHERE DID YOU COME FROM, KIDDO? AND HOW DID YOU GET THESE POWERS? SPECIFICALLY!

I'M NOT A KID.

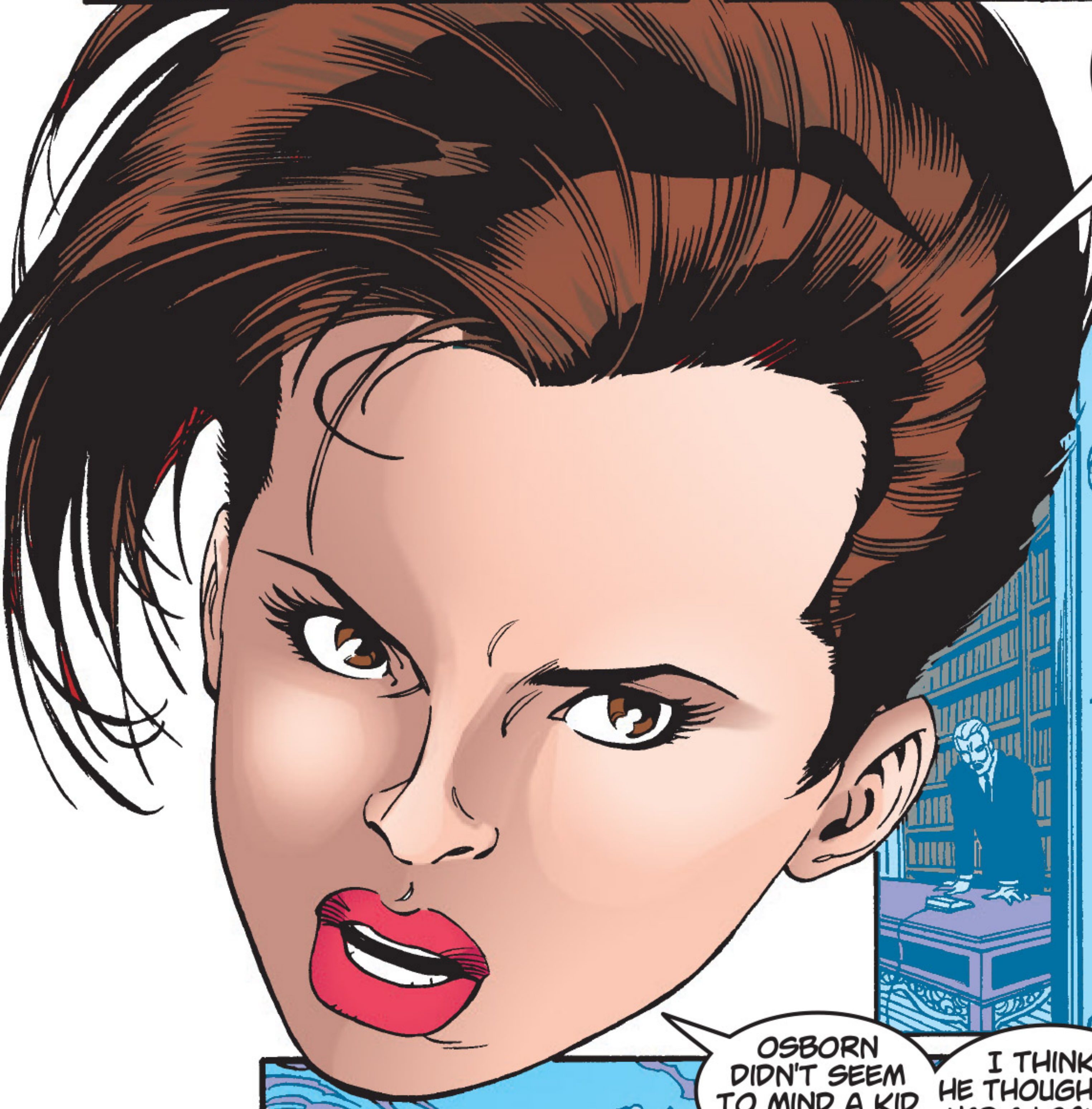


WHERE IS SHE?

THE NUTCASE THAT JUMPED ME.

I DON'T KNOW. BUT I DON'T THINK WE LOST HER FOR **GOOD**. SHE STRIKES ME AS THE DETERMINED TYPE.

SO YOU REALLY WANT TO KNOW HOW I GOT TO BE LIKE I AM?

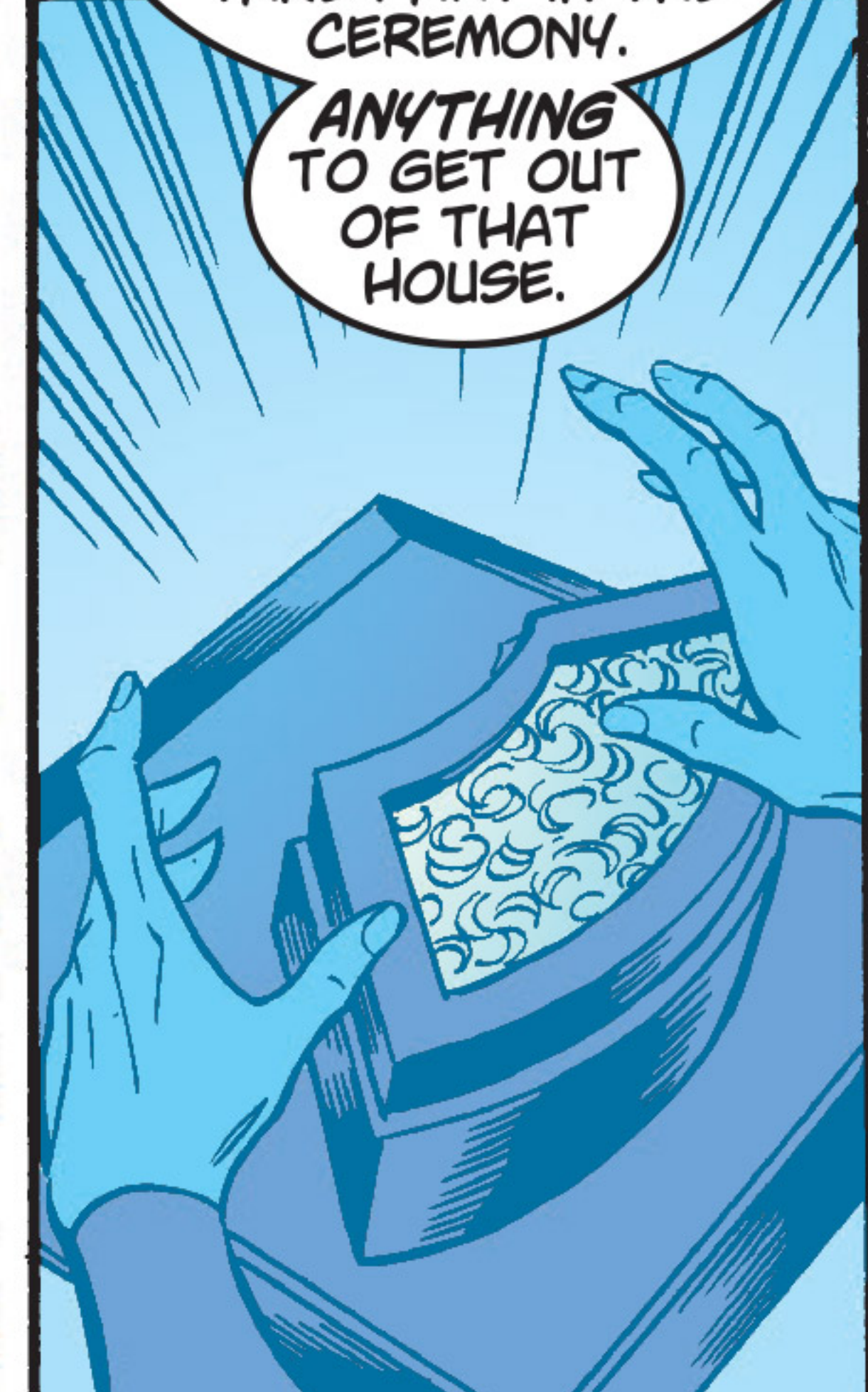


IT STARTED WHEN OSBORN CONTACTED MY BELOVED FATHER TO TAKE PART IN THE GATHERING OF FIVE CEREMONY.

DADDY HAD ONE OF THE MISSING CEREMONIAL PIECES IN HIS OWN COLLECTION.

I JUST SO HAPPENED TO HAVE OVERHEARD OSBORN'S OFFER AND TOOK IT UPON MYSELF TO TAKE PART IN THE CEREMONY.

ANYTHING TO GET OUT OF THAT HOUSE.

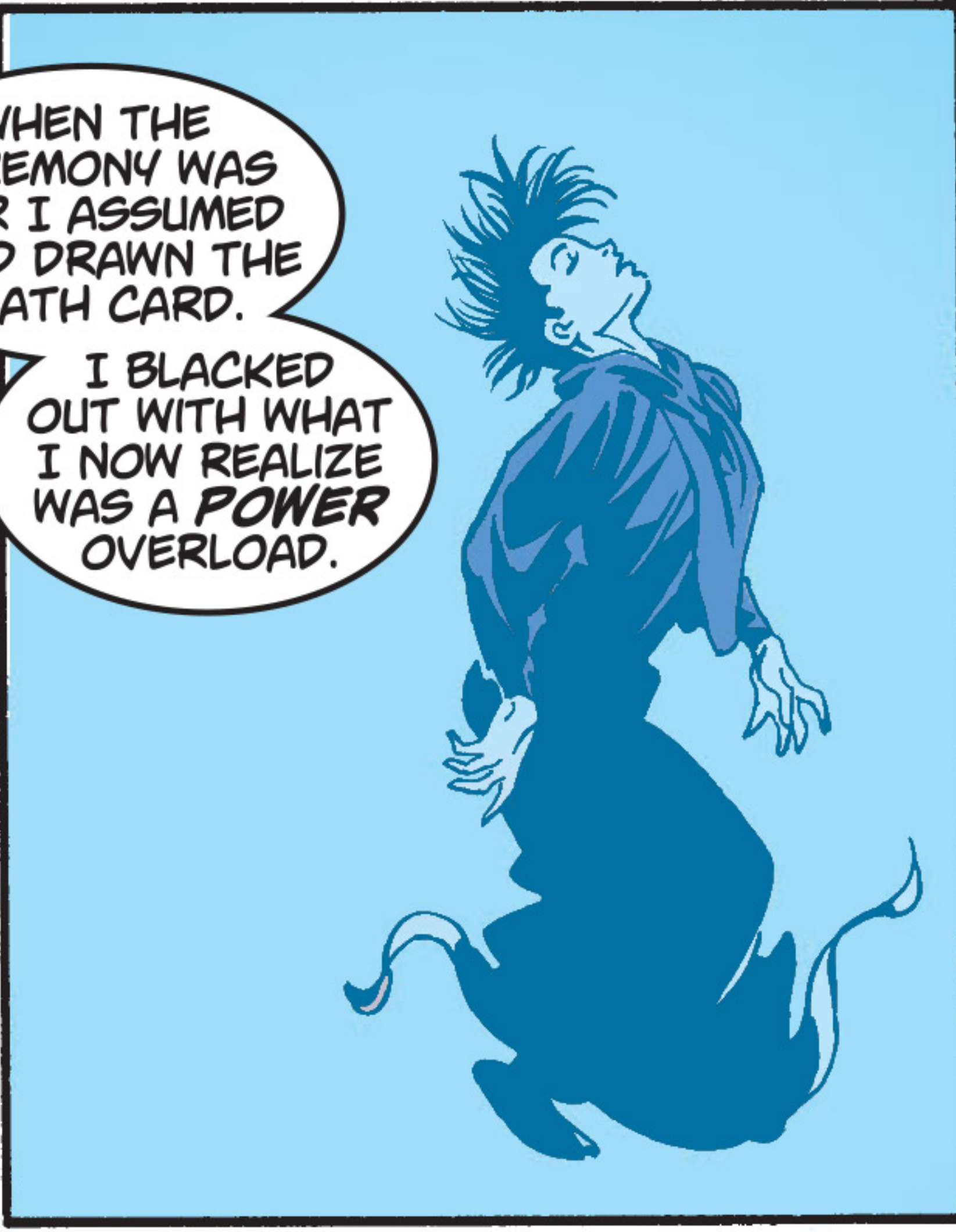


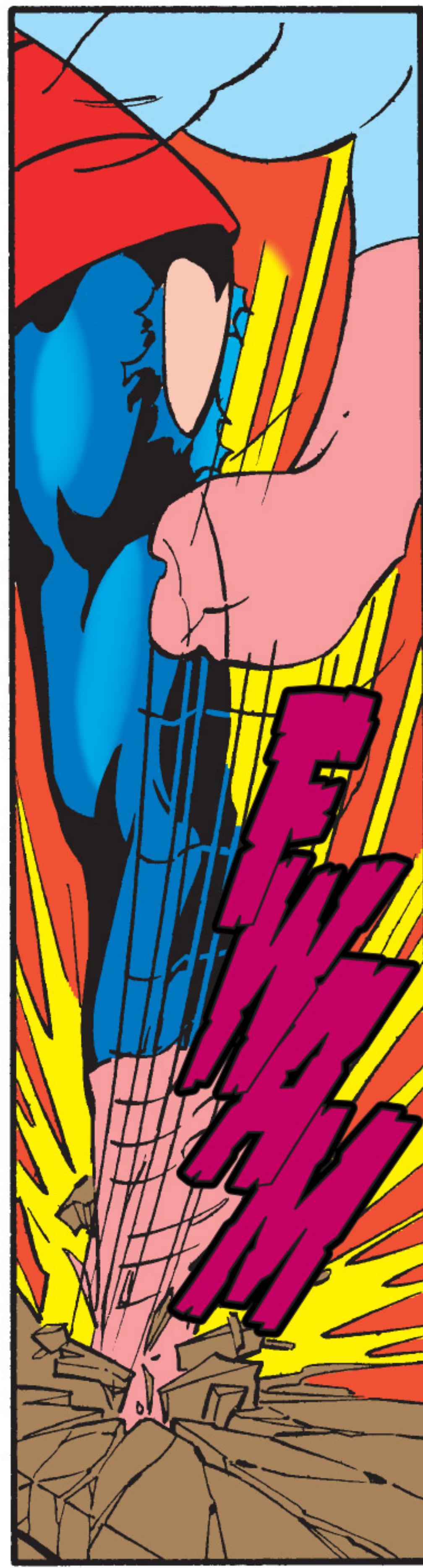
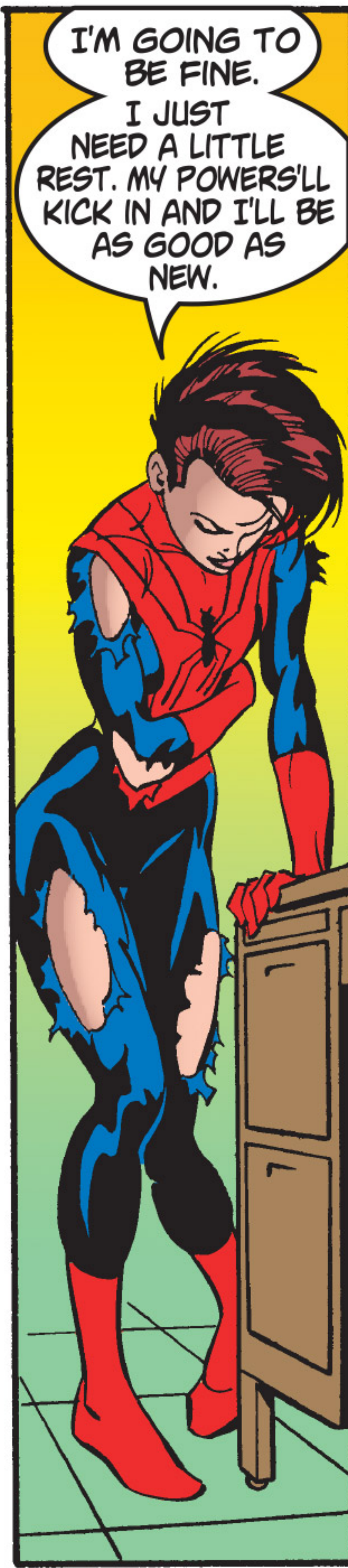
OSBORN DIDN'T SEEM TO MIND A KID JOINING IN.

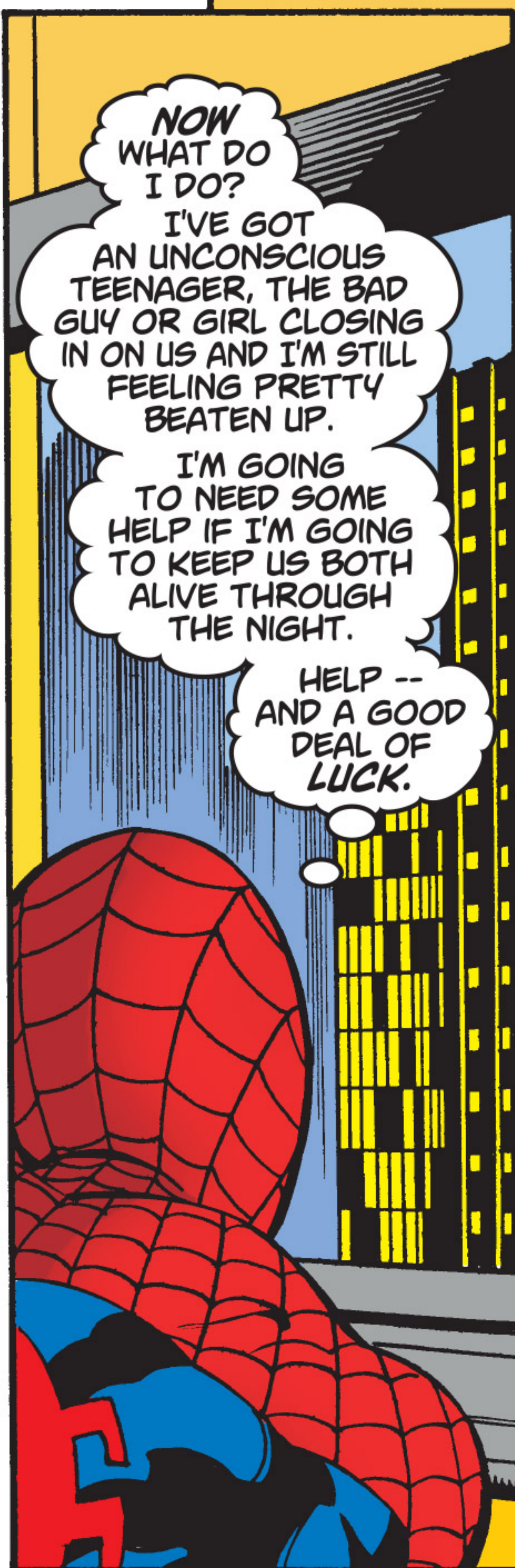
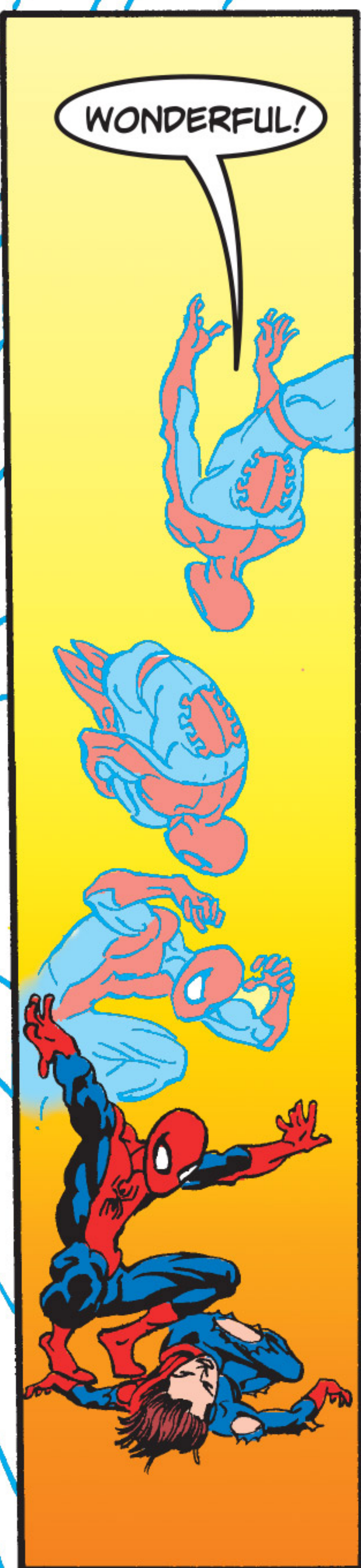
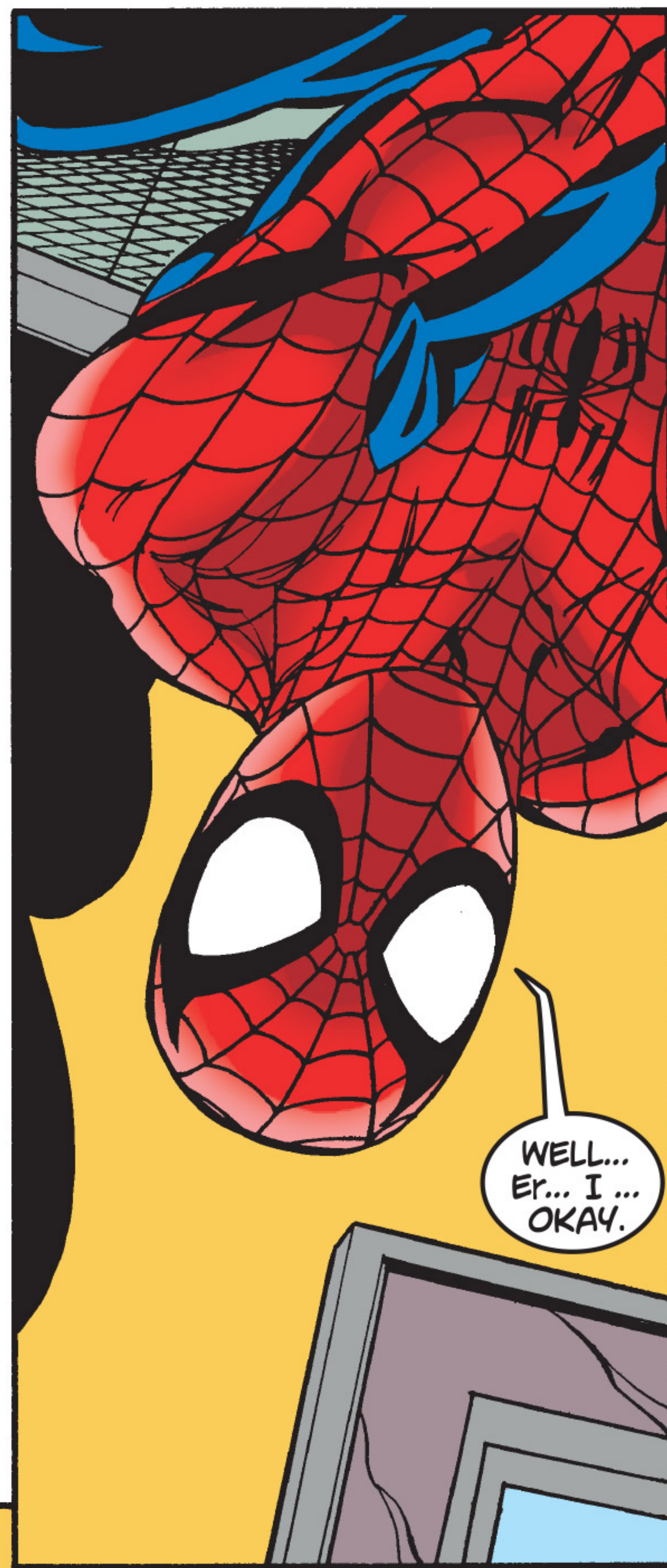
I THINK HE THOUGHT HE HAD A LOCK ON THE POWER THING.

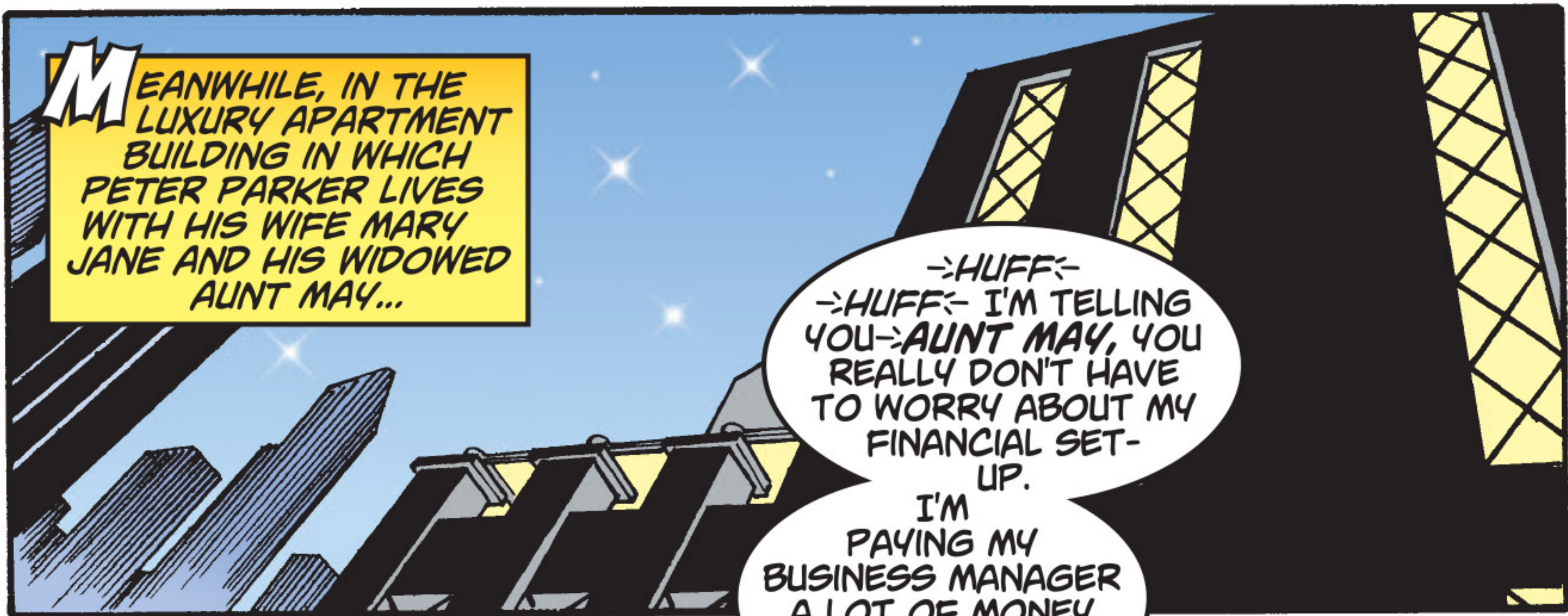
WHEN THE CEREMONY WAS OVER I ASSUMED I HAD DRAWN THE DEATH CARD.

I BLACKED OUT WITH WHAT I NOW REALIZE WAS A **POWER OVERLOAD**.





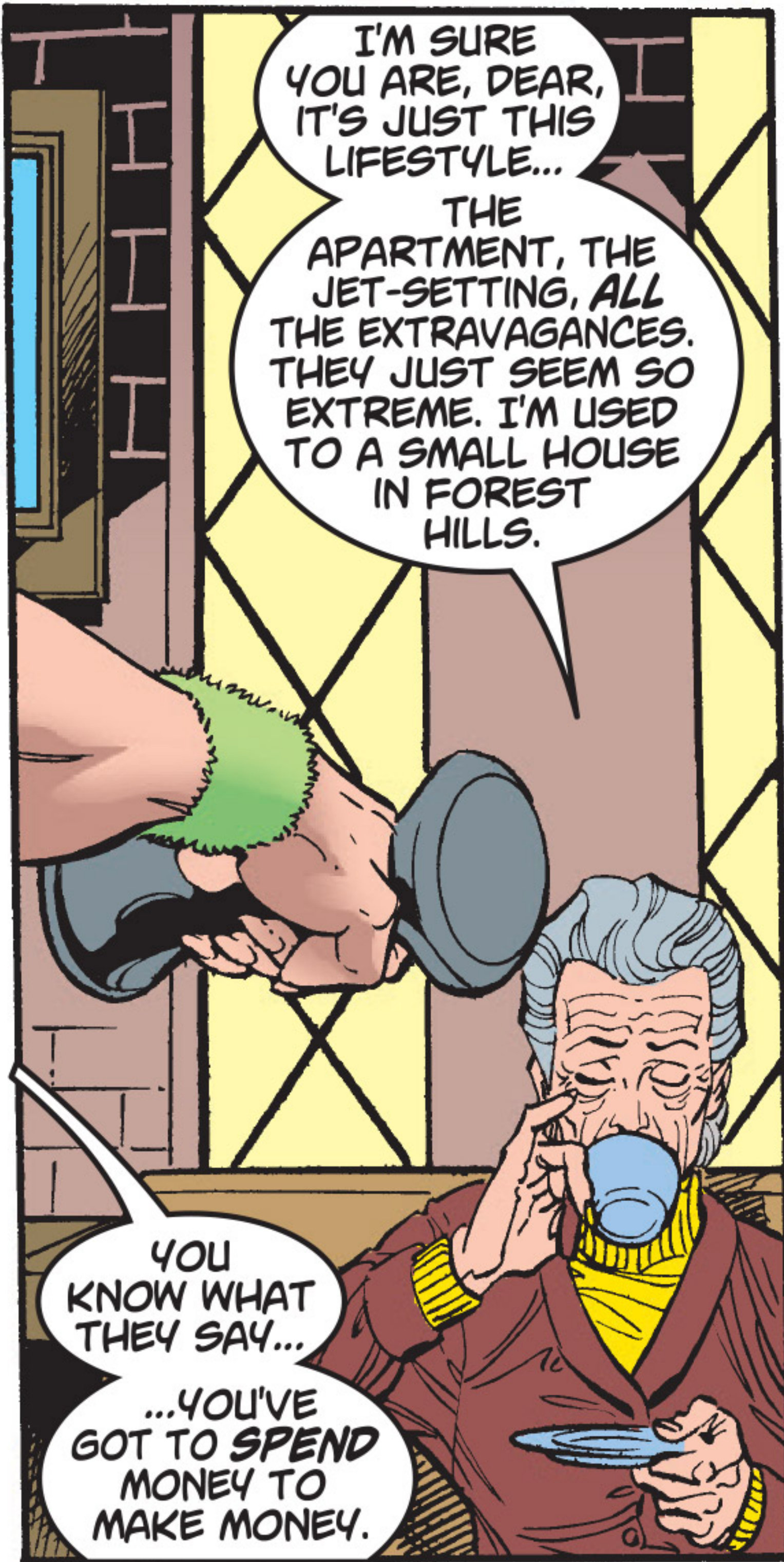




MEANWHILE, IN THE LUXURY APARTMENT BUILDING IN WHICH PETER PARKER LIVES WITH HIS WIFE MARY JANE AND HIS WIDOWED AUNT MAY...

->HUFF->
->HUFF-> I'M TELLING YOU->AUNT MAY, YOU REALLY DON'T HAVE TO WORRY ABOUT MY FINANCIAL SET-UP.

I'M PAYING MY BUSINESS MANAGER A LOT OF MONEY TO KEEP AN EYE ON IT ALL.

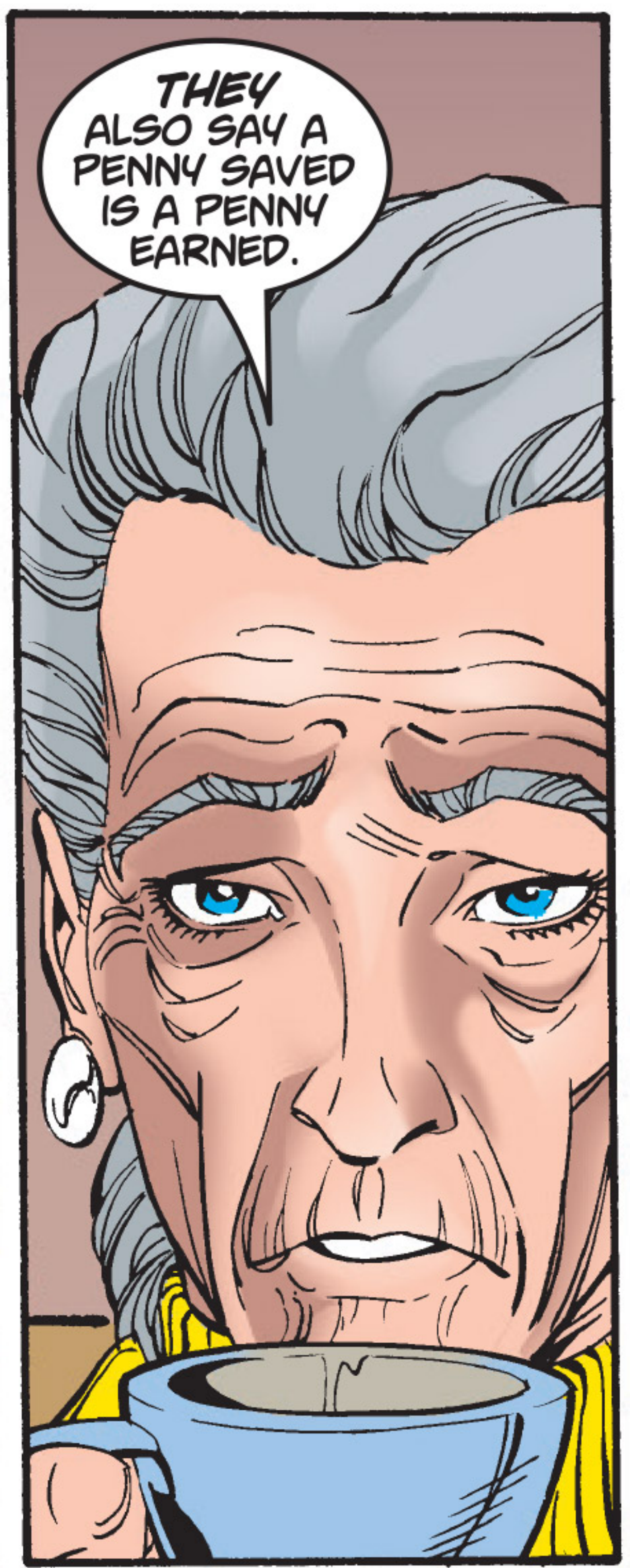


I'M SURE YOU ARE, DEAR, IT'S JUST THIS LIFESTYLE...

THE APARTMENT, THE JET-SETTING, ALL THE EXTRAVAGANCES. THEY JUST SEEM SO EXTREME. I'M USED TO A SMALL HOUSE IN FOREST HILLS.

YOU KNOW WHAT THEY SAY...

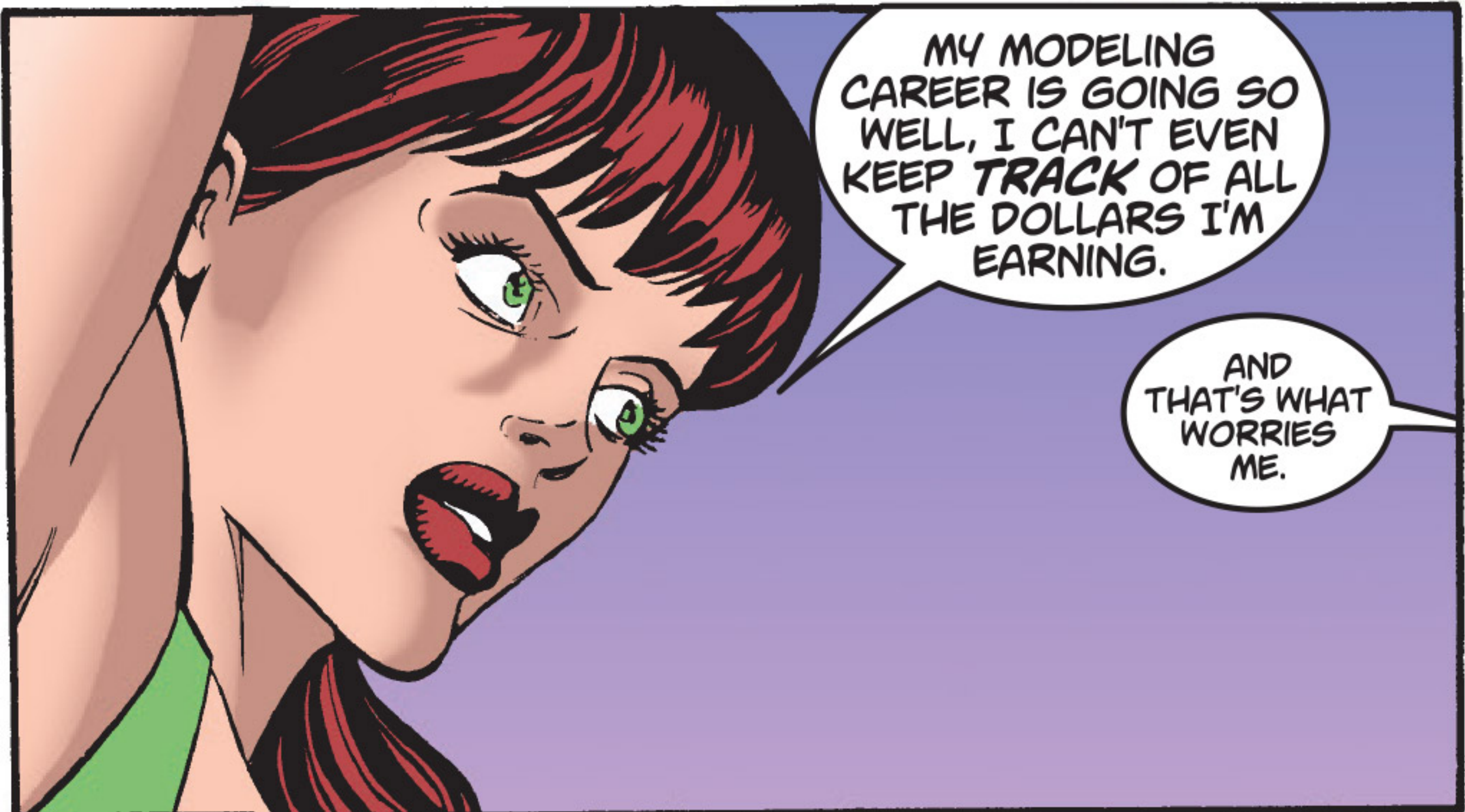
...YOU'VE GOT TO **SPEND** MONEY TO MAKE MONEY.



THEY ALSO SAY A PENNY SAVED IS A PENNY EARNED.

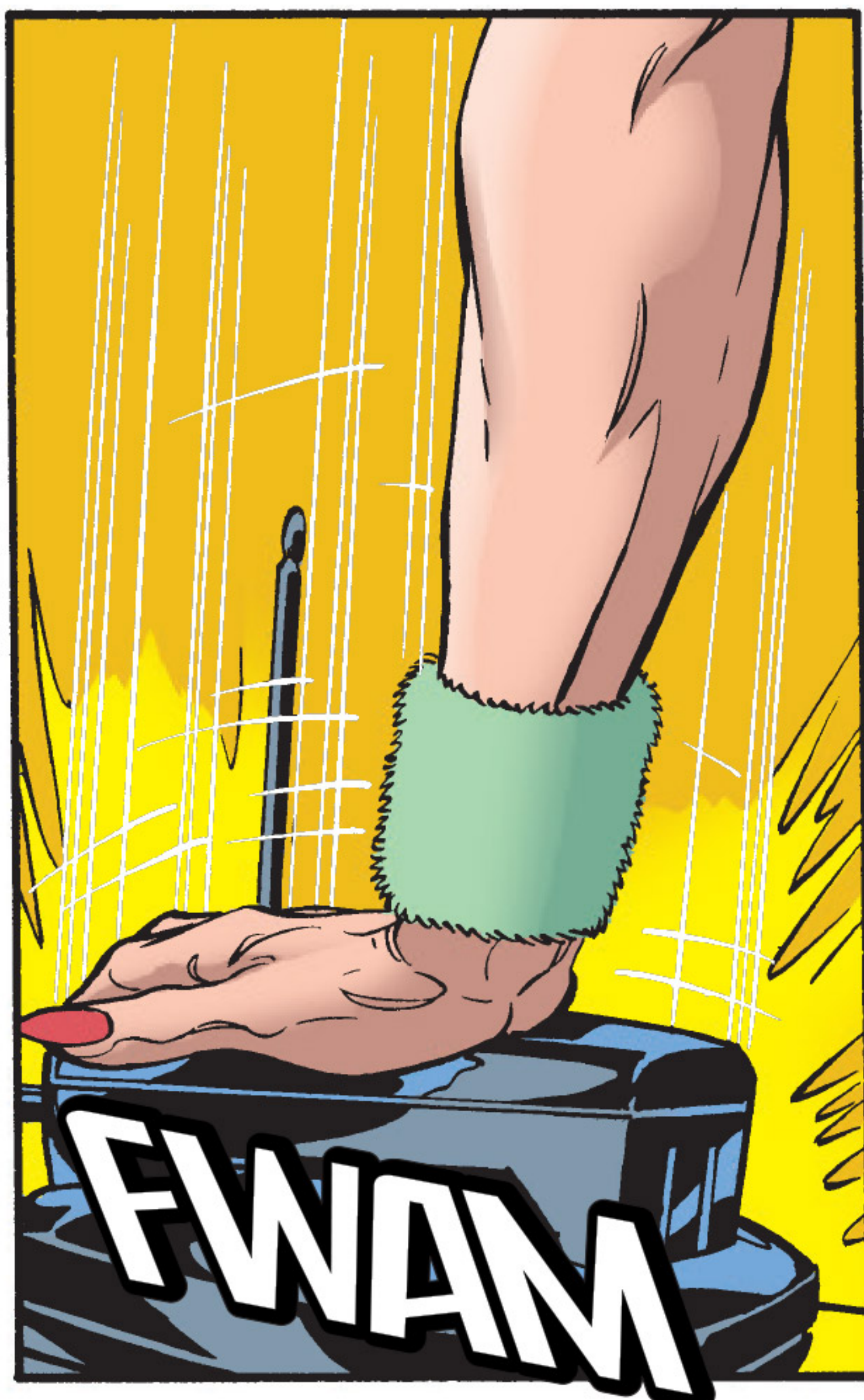
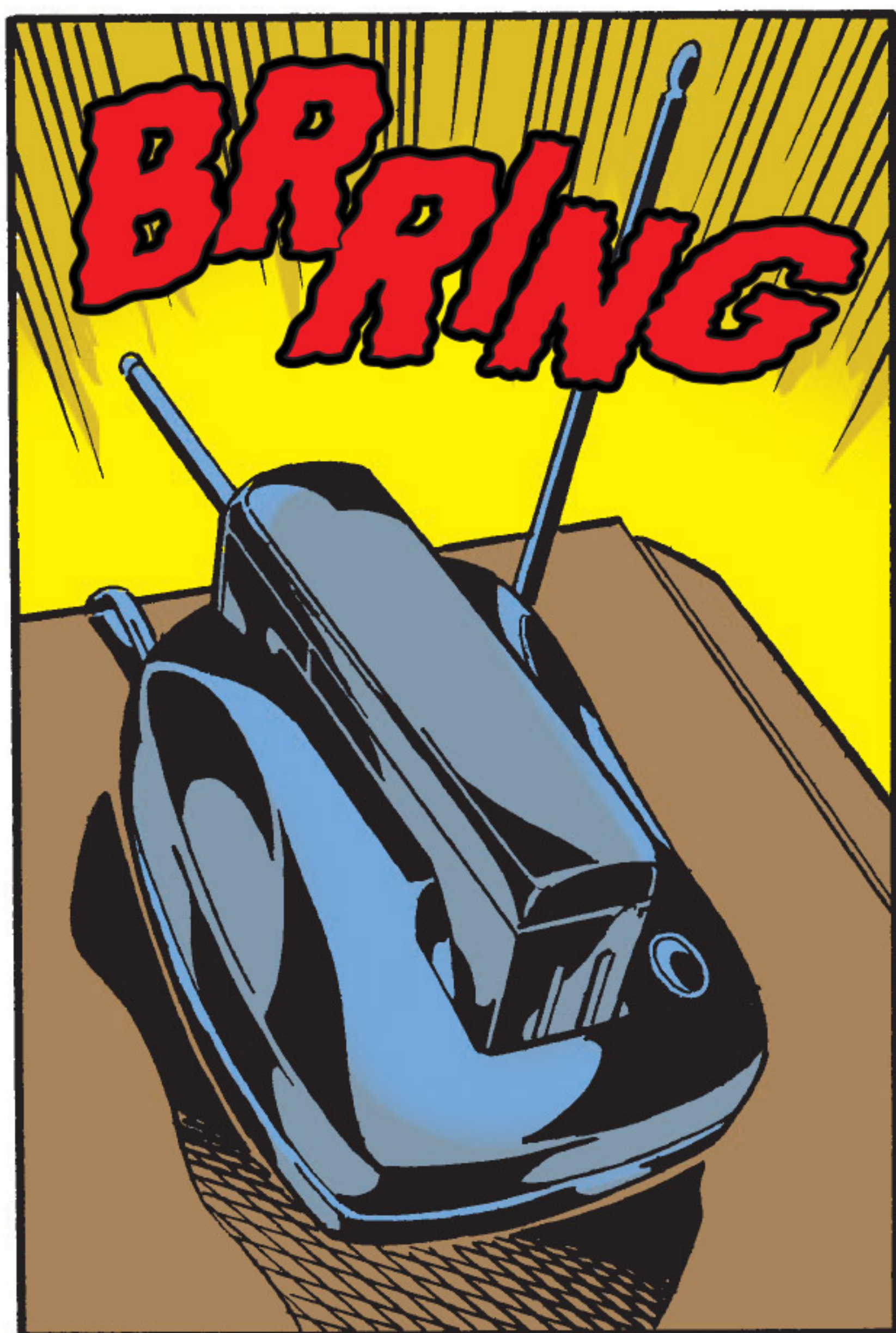


GOOD ONE. BUT YOU REALLY SHOULDN'T WORRY.



MY MODELING CAREER IS GOING SO WELL, I CAN'T EVEN KEEP **TRACK** OF ALL THE DOLLARS I'M EARNING.

AND THAT'S WHAT WORRIES ME.



A SHORT TIME
LATER...

THE LADY'S NAME
IS FELICIA HARDY.

SOMETIMES SHE
GOES BY THE
COSTUME-
APPROPRIATE
MONIKER -- THE
BLACK CAT.

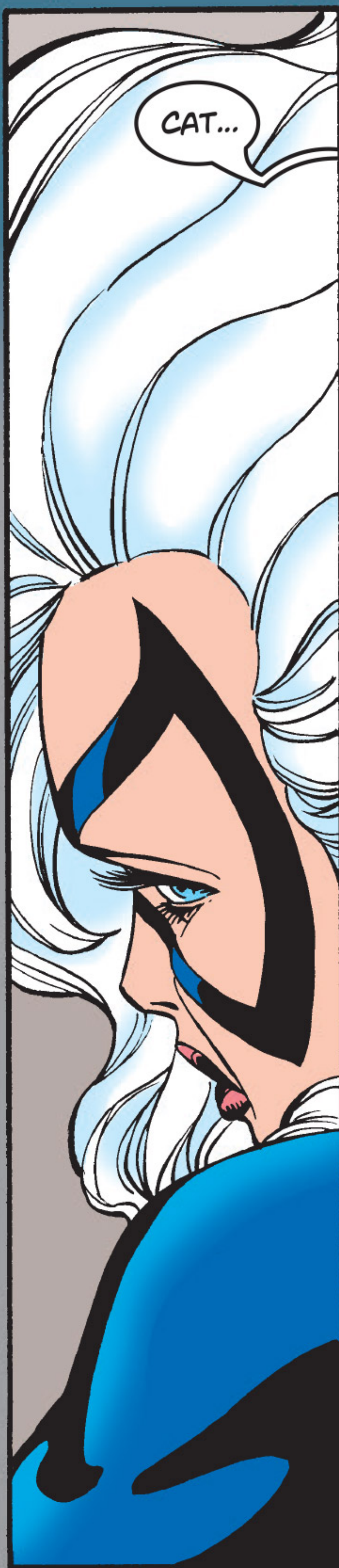
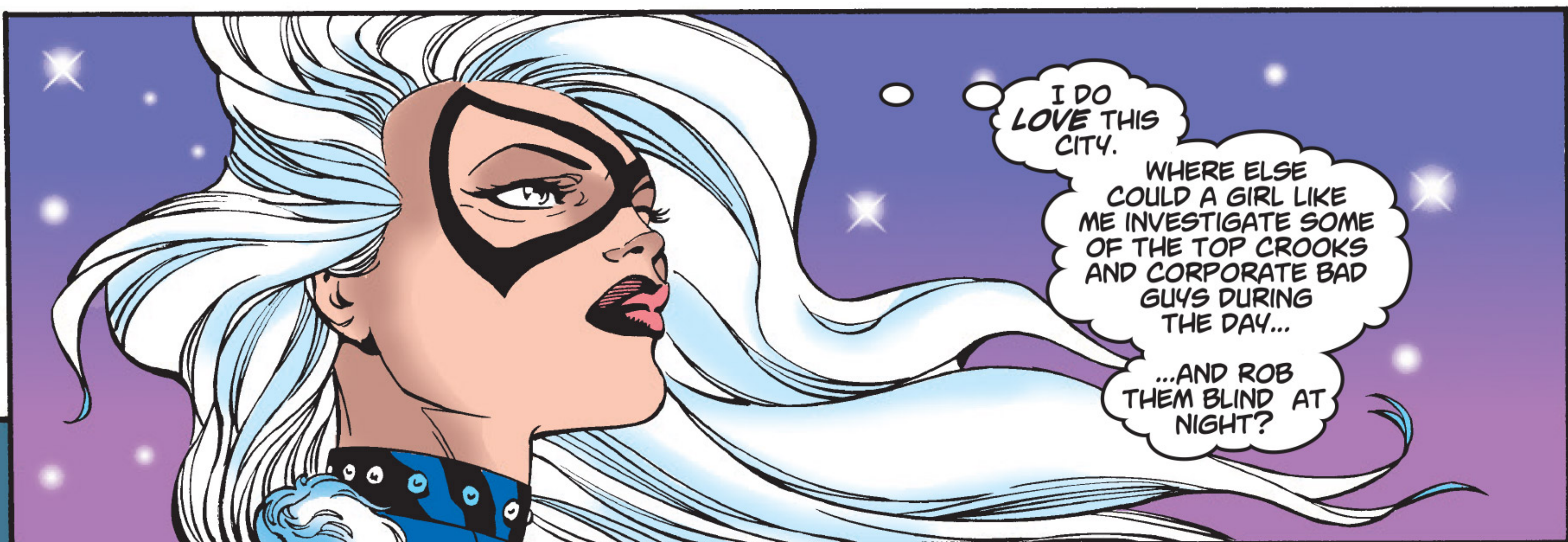
IN THE PAST, SHE
HAS BEEN KNOWN TO
BE ONE OF THE BEST
CAT BURGLARS THIS
OR ANY OTHER CITY
HAS EVER SEEN.

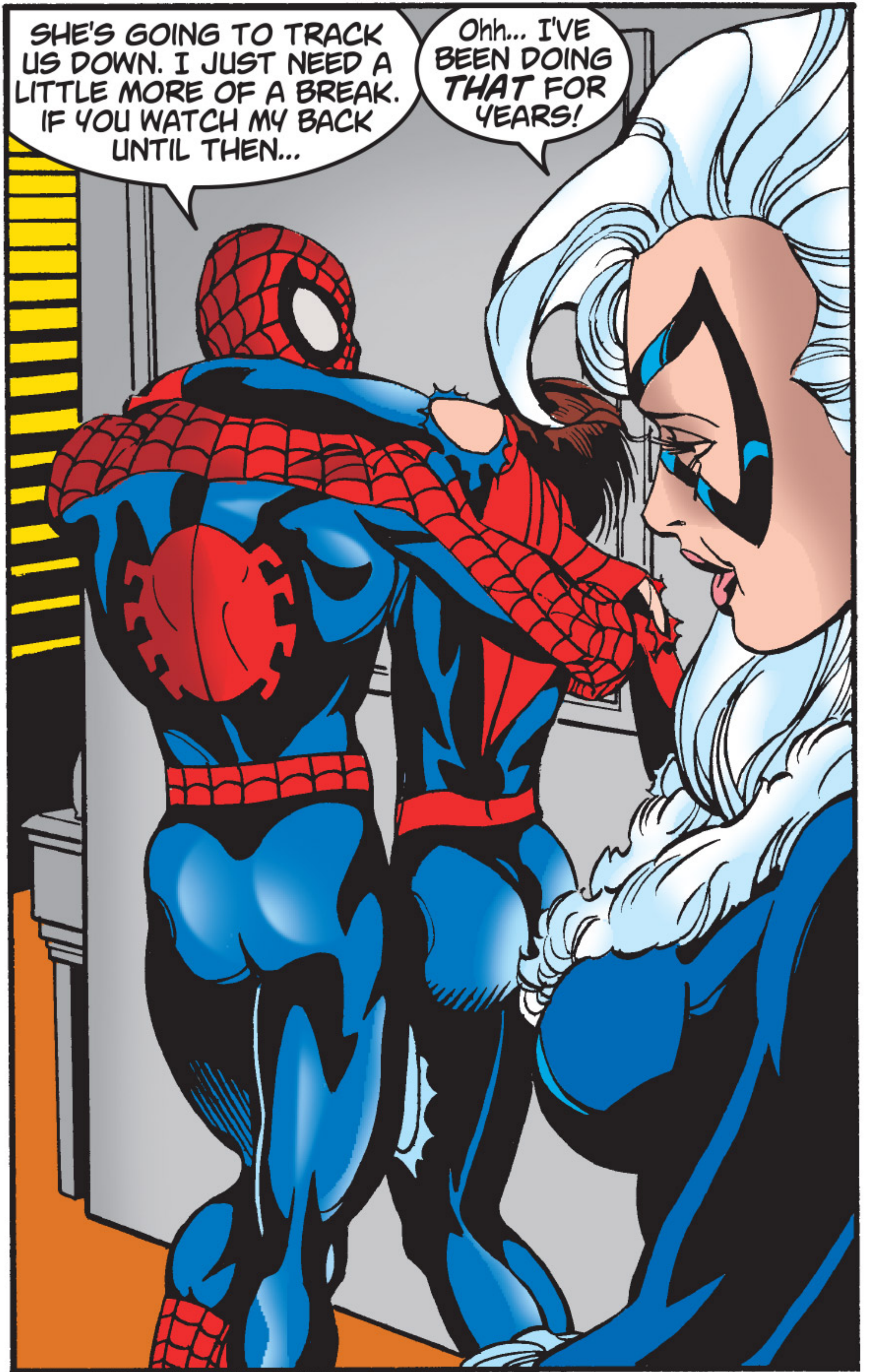
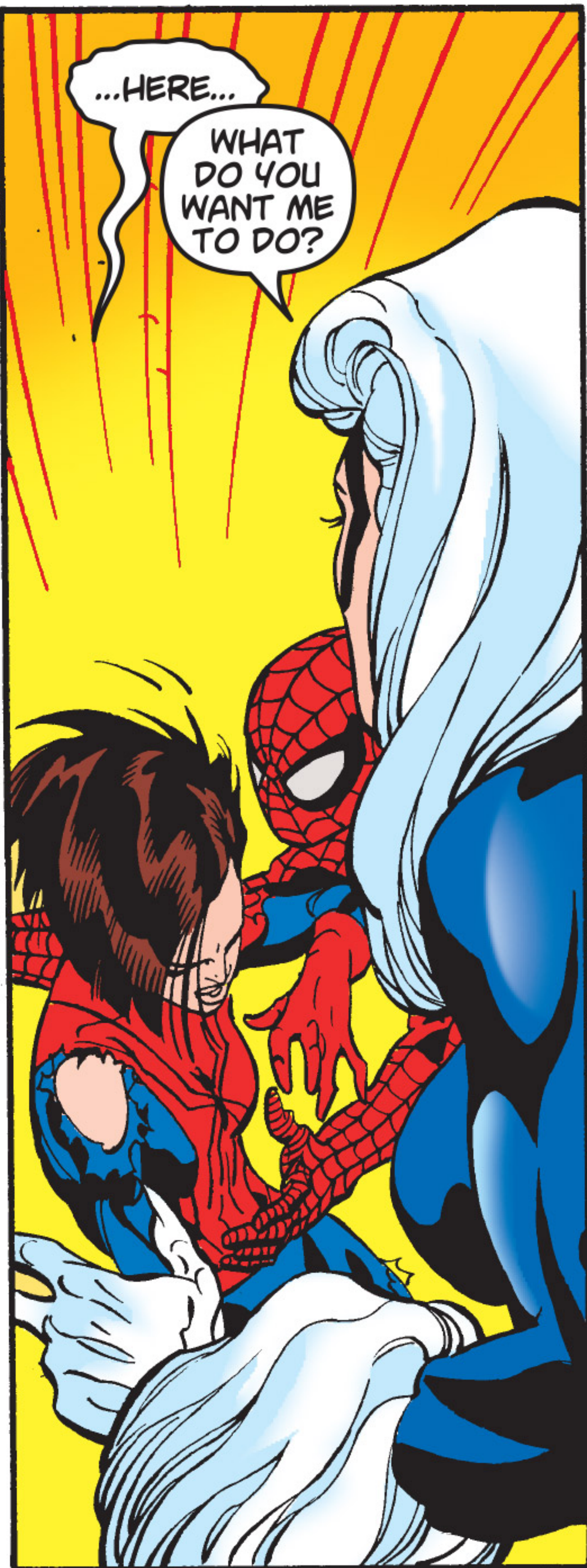
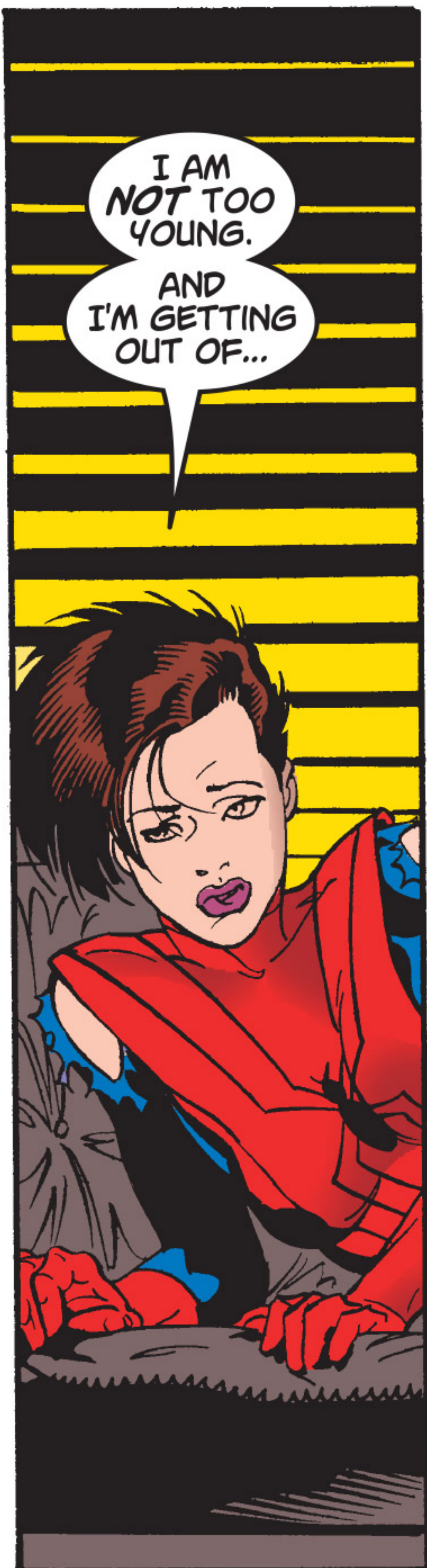
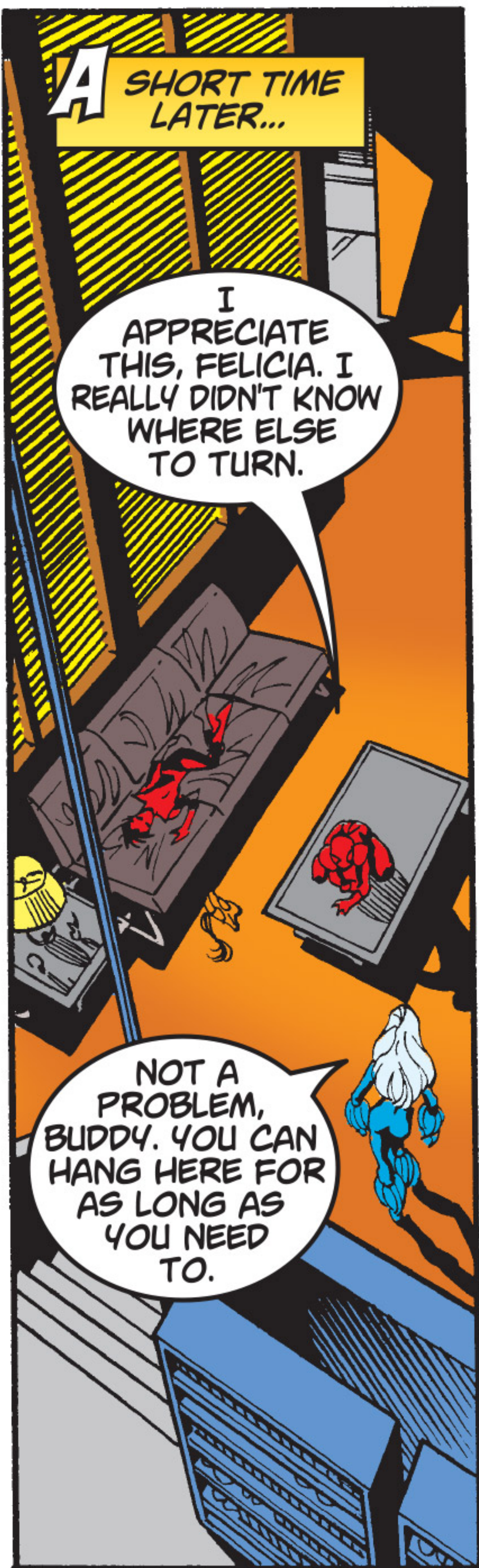
NOW SHE'S DECIDED
TO WALK THE STRAIGHT
AND NARROW, TO BE LEGIT,
TO OPERATE AS A PRIVATE
INVESTIGATOR AND NOT
BREAK ANY MORE LAWS.

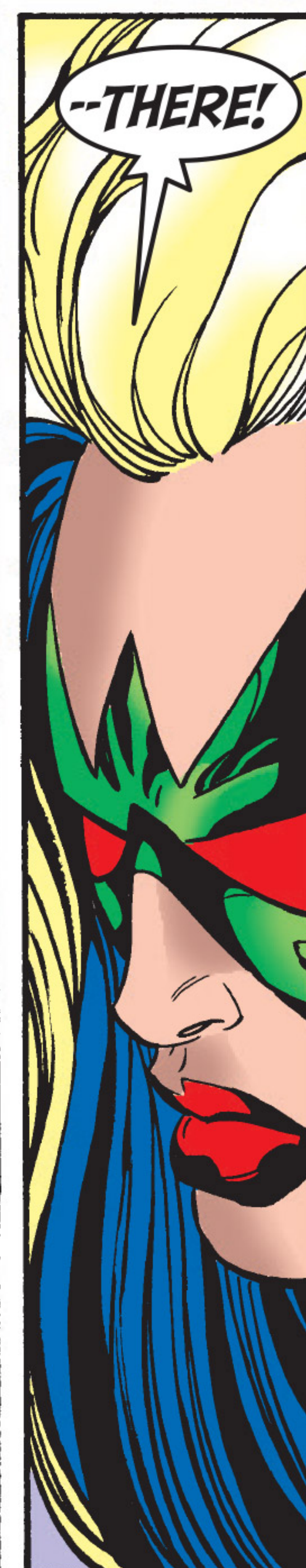
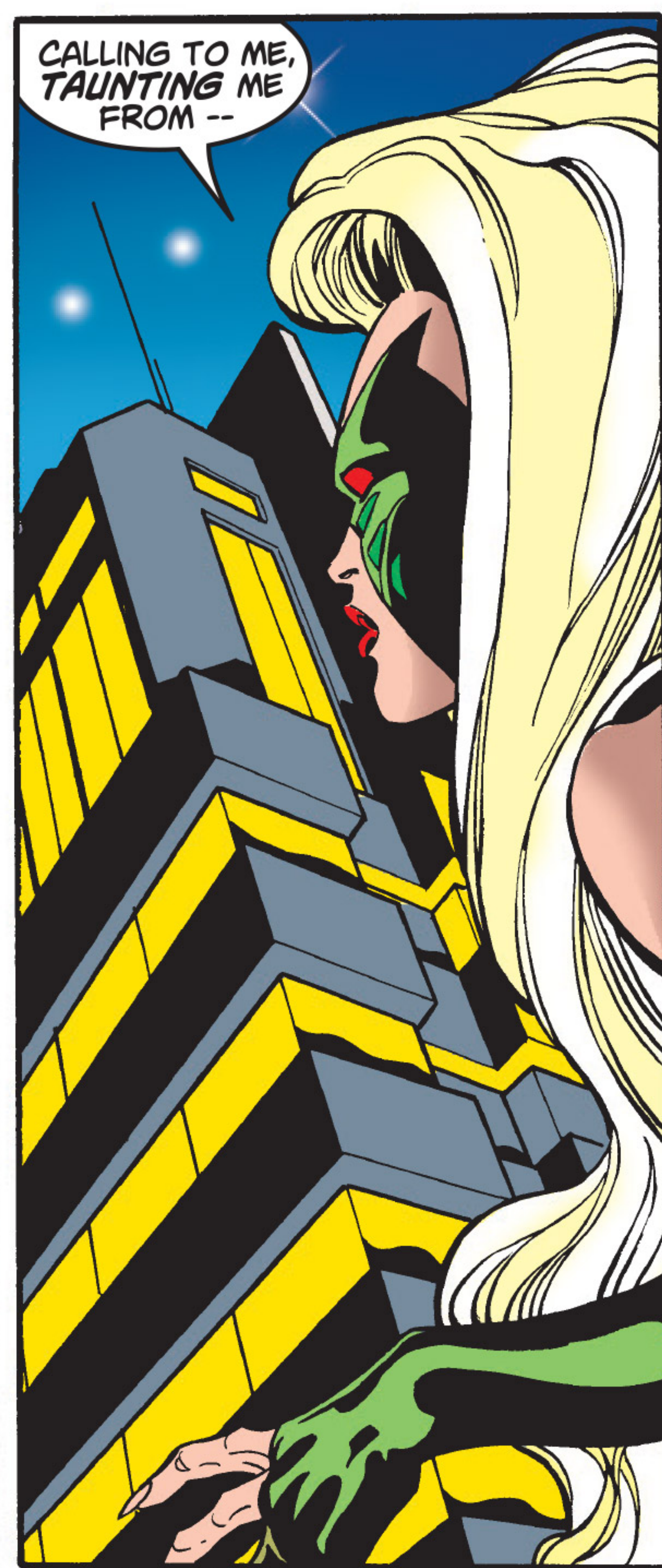
MOSTLY!

A GIRL DOES
HAVE TO HAVE
SOME FUN!

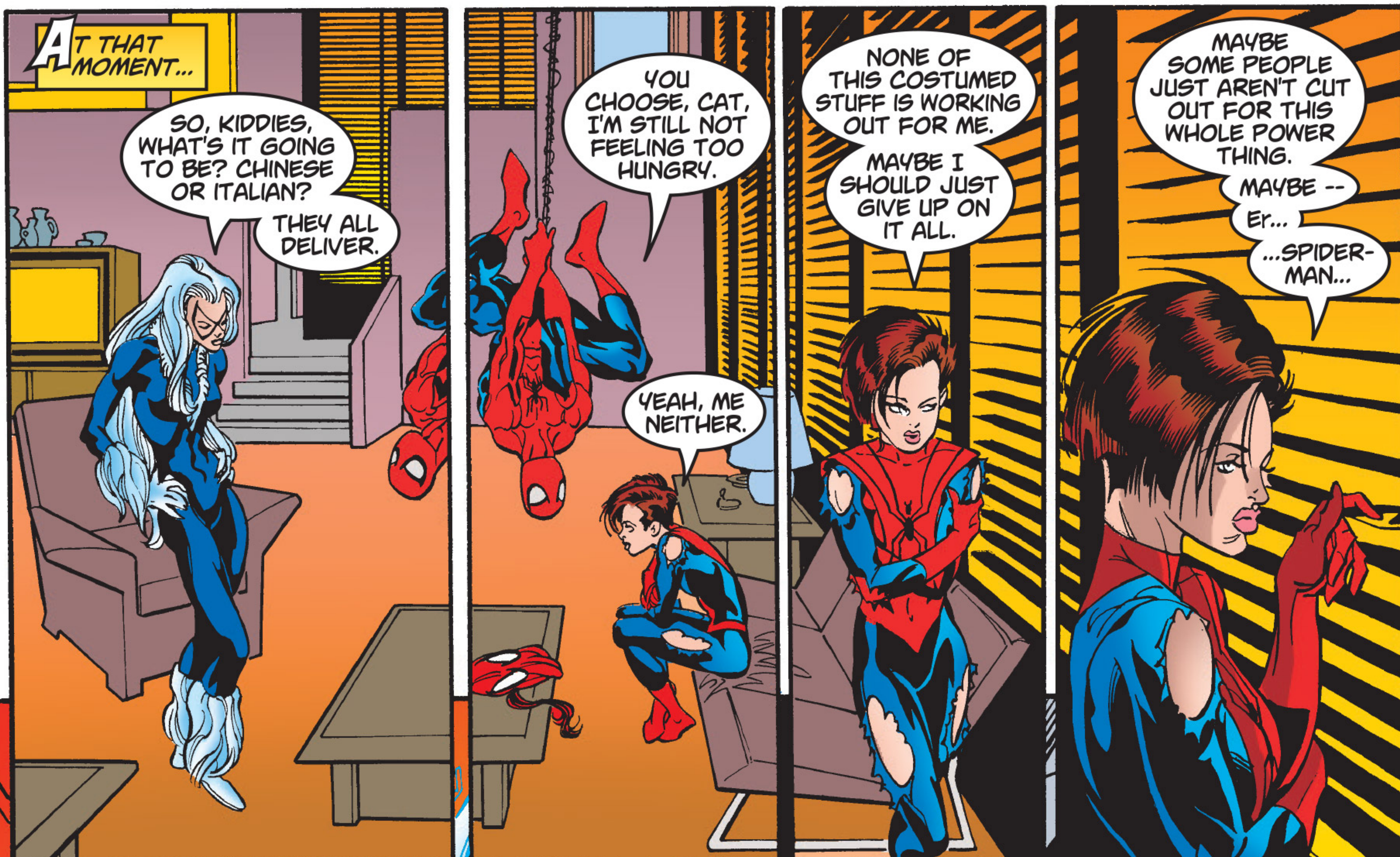


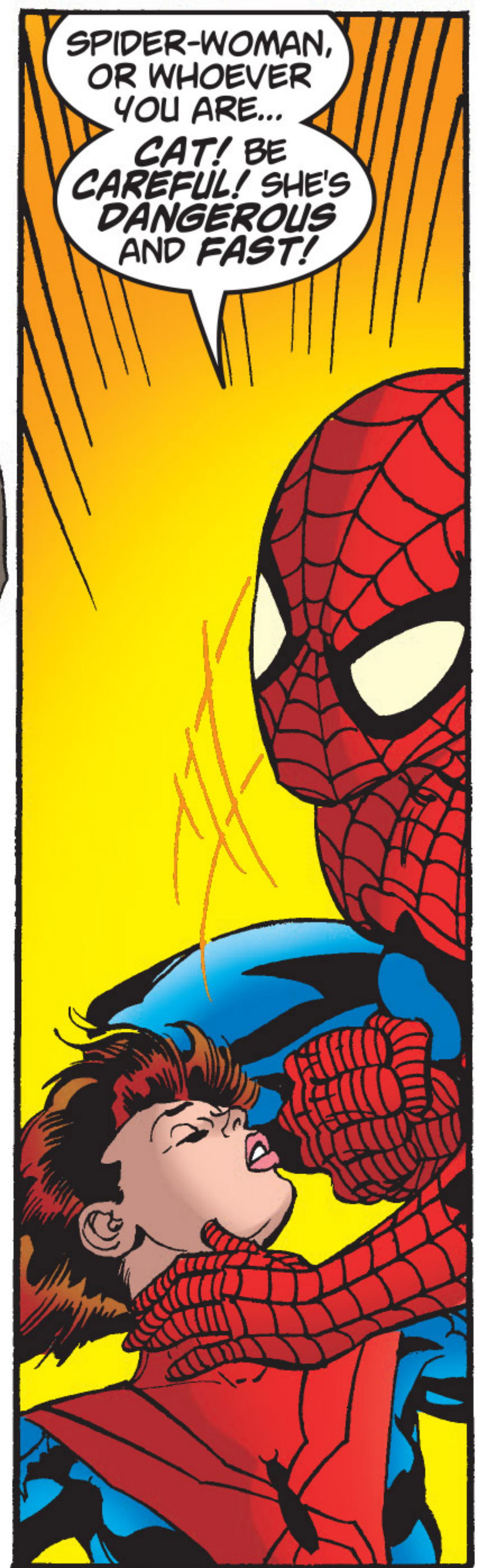
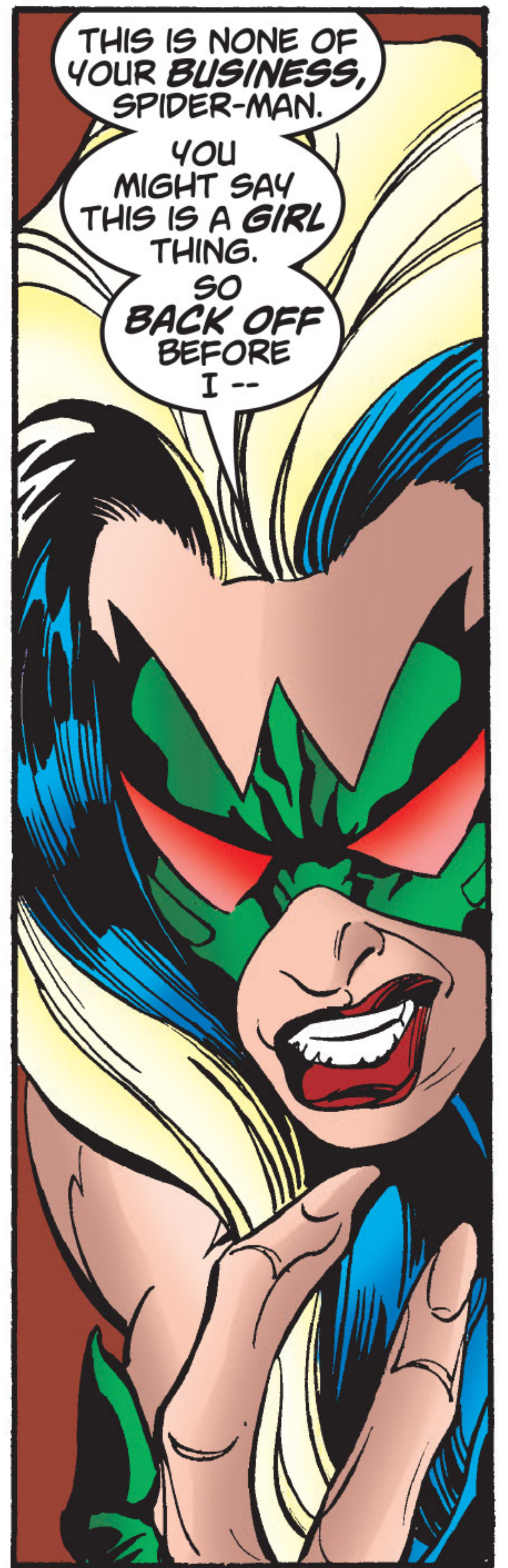
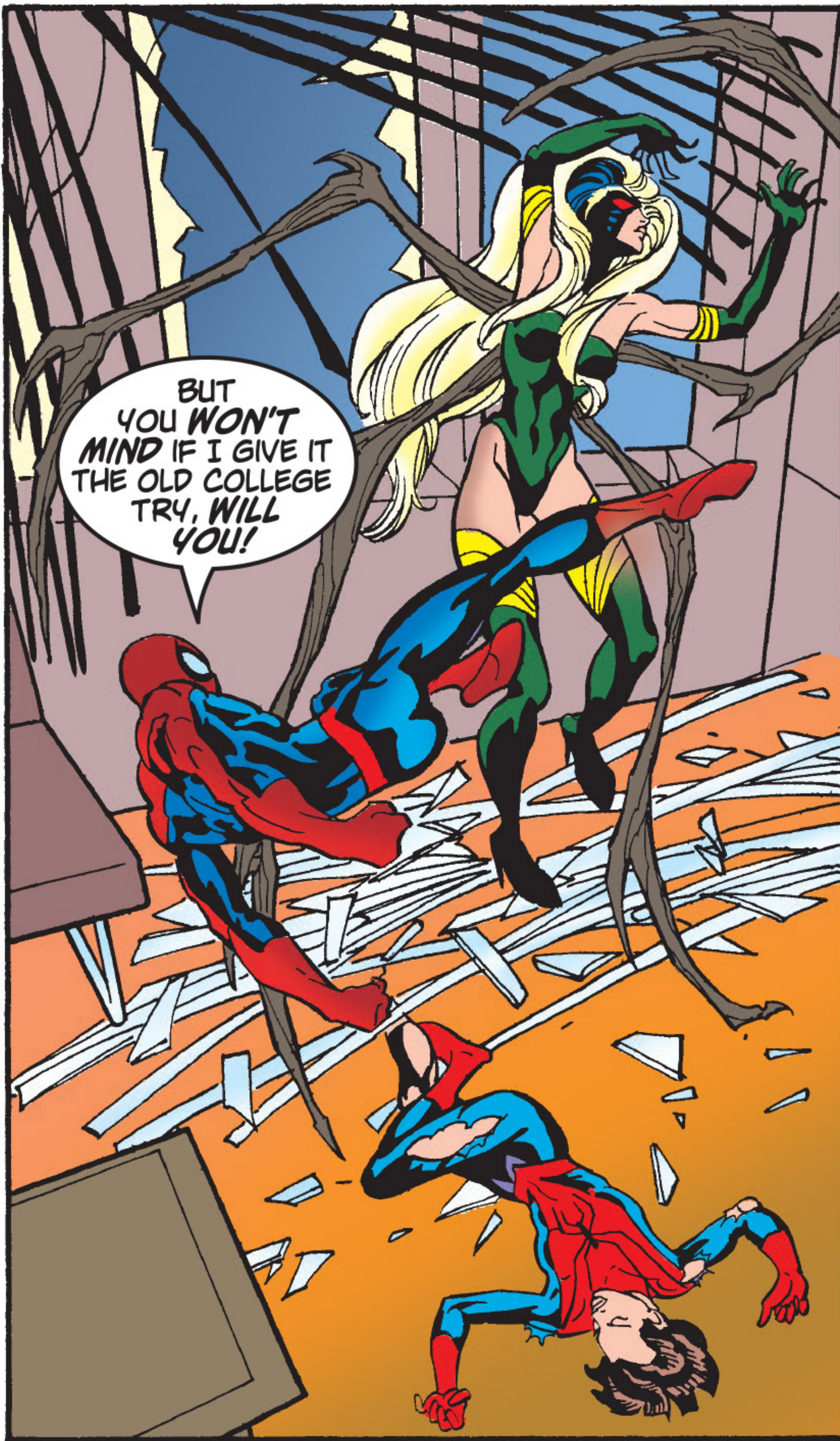
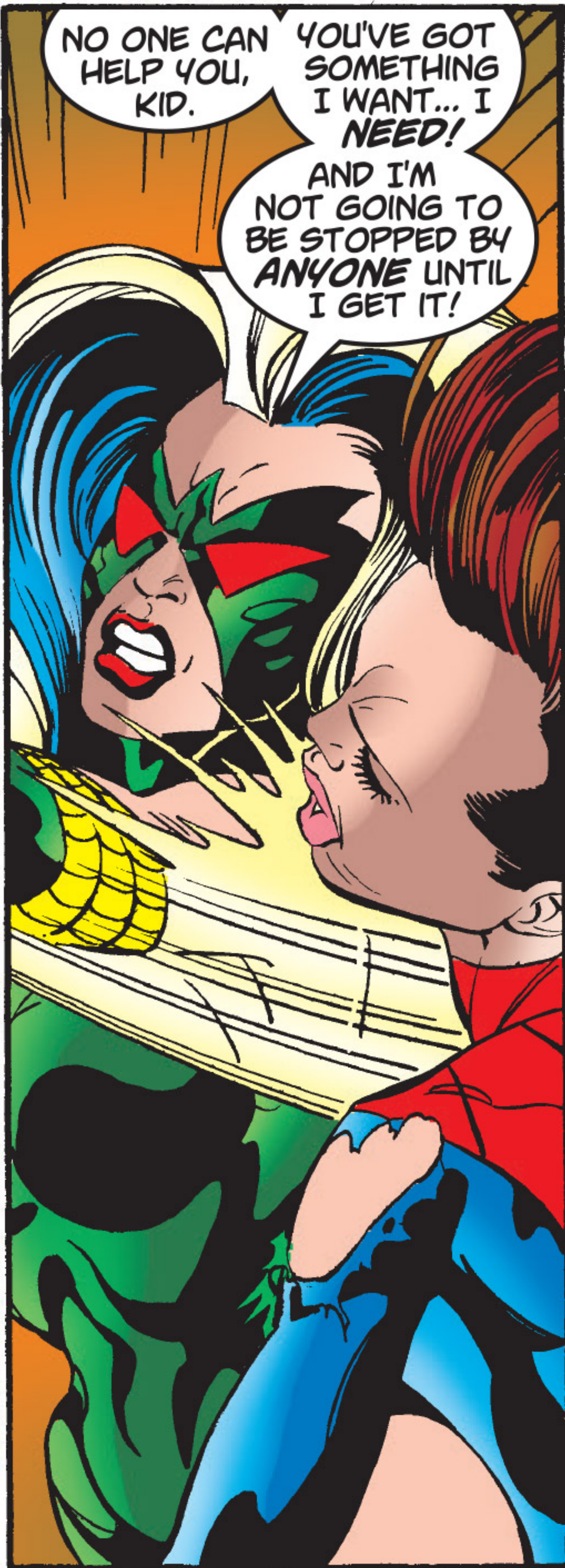


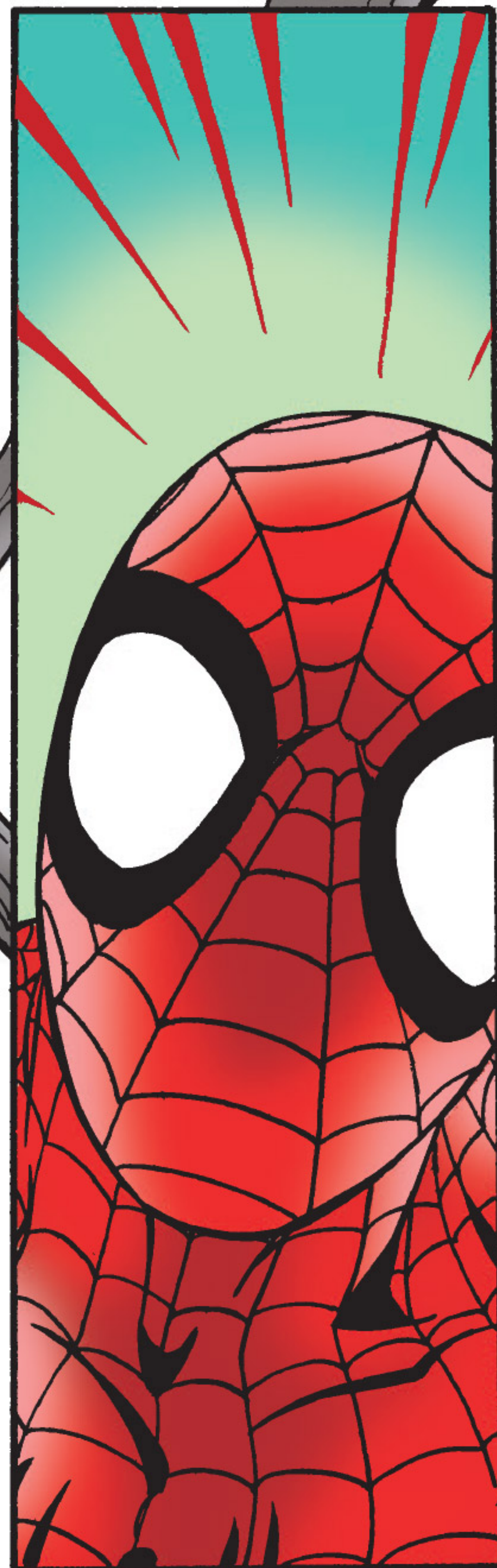
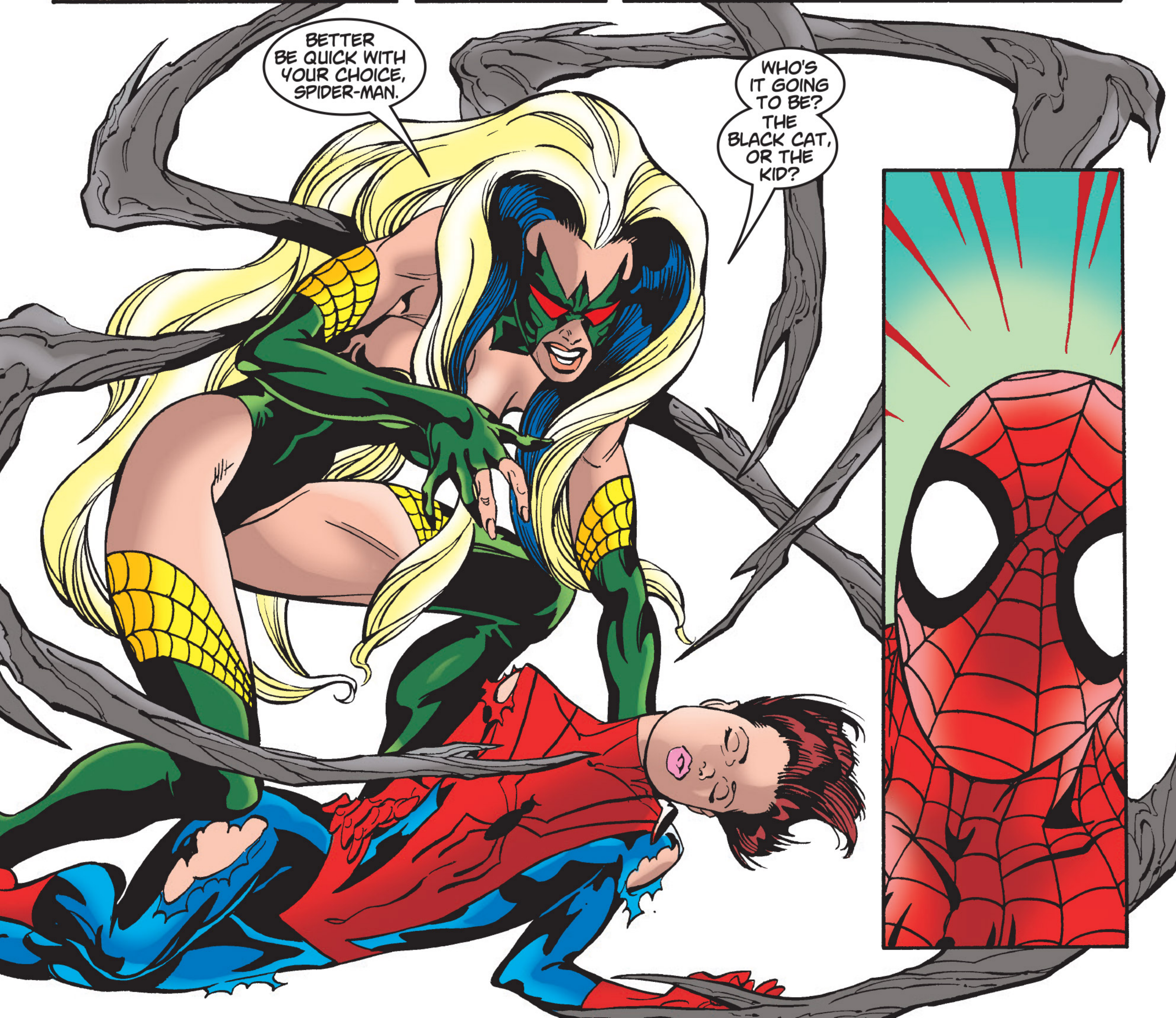
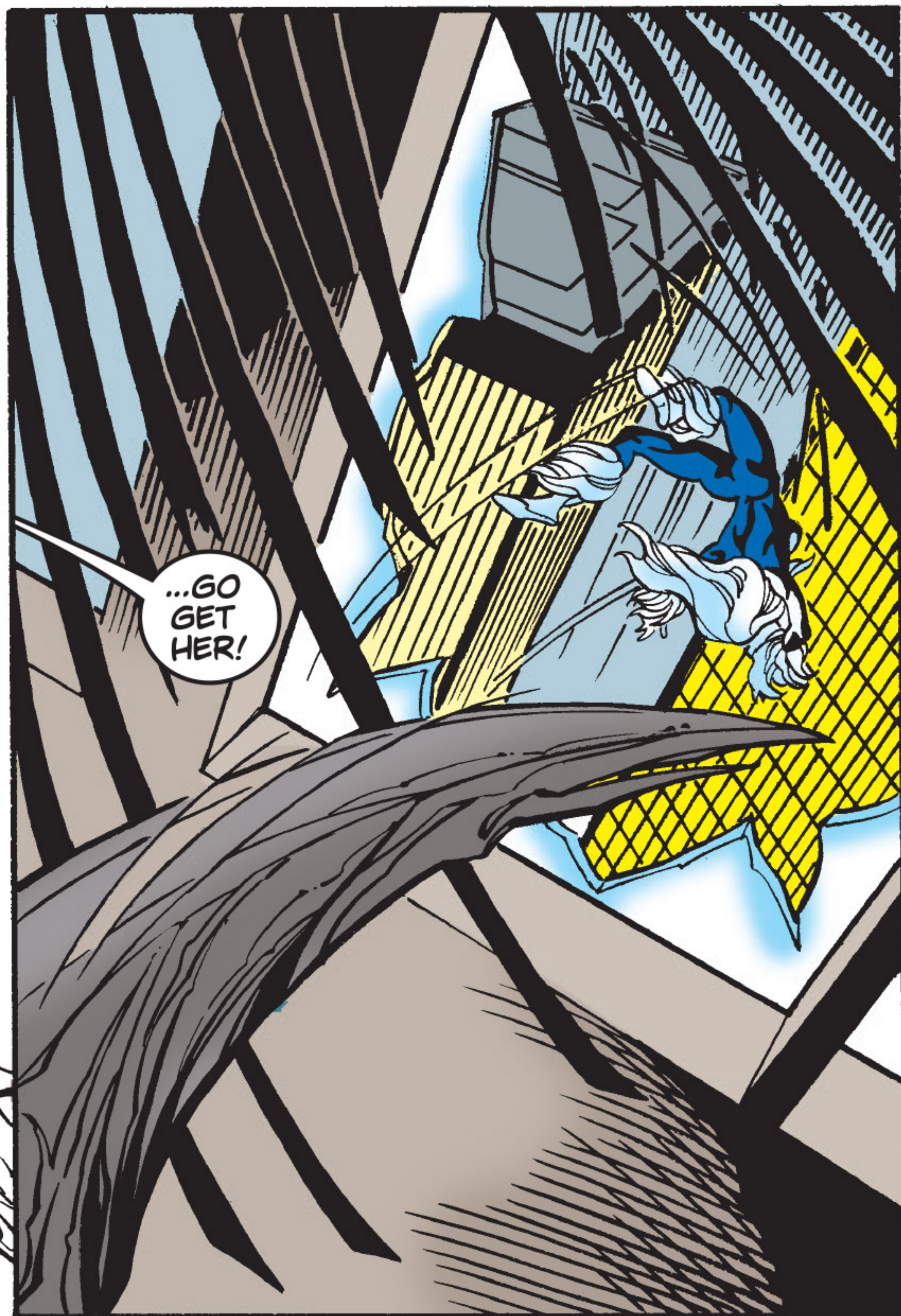
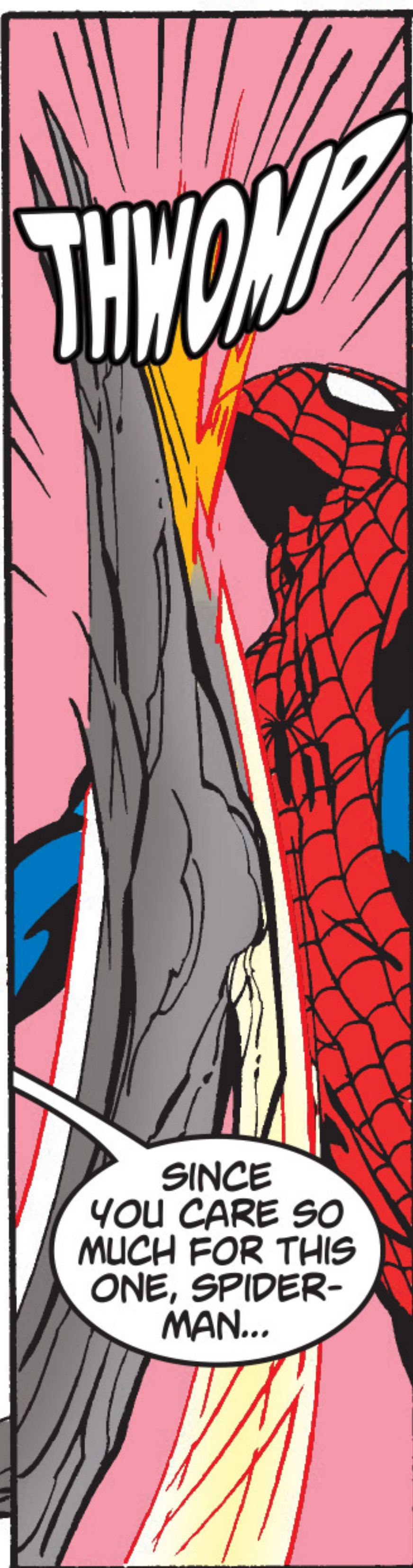
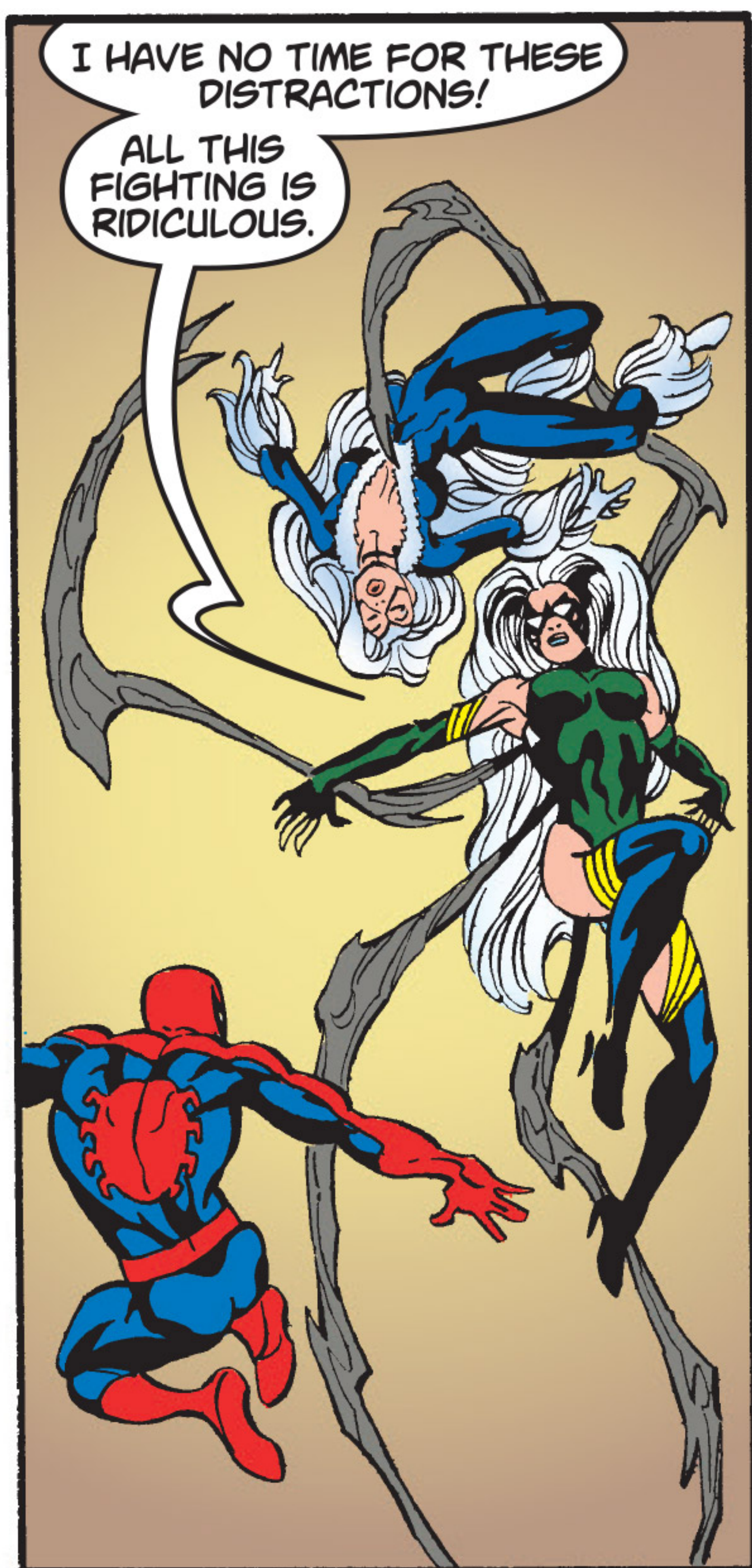












AT THAT MOMENT,
IN THE CITY ROOM
OF THE DAILY BUGLE...

MARY JANE AND JILL STACY
MEET WITH ACE REPORTER
BETTY BRANT TO SEE IF SHE
CAN HELP THEM FIND PETER.

THAT'S
THE LAST I
SAW HIM,
MJ.

HE
DROPPED OFF
SOME PHOTOS
AND THEN...

...JUST
AS WE WENT
INTO OVERDRIVE
ON THIS SPIDER-
WOMAN STORY,
HE TOOK
OFF.

HE DIDN'T
SAY *WHERE* HE
WAS GOING,
DID HE?

IF HE
DID, I WASN'T
LISTENING.

BUT
COME ON, MJ,
YOU KNOW HOW
TRUSTWORTHY
PETER IS.

HE'LL BE
FINE.
HE'S
PROBABLY AT
HOME WAITING FOR
YOU RIGHT
NOW.

YEAH...
PROBABLY
CURLED UP
IN AN EASY
CHAIR...

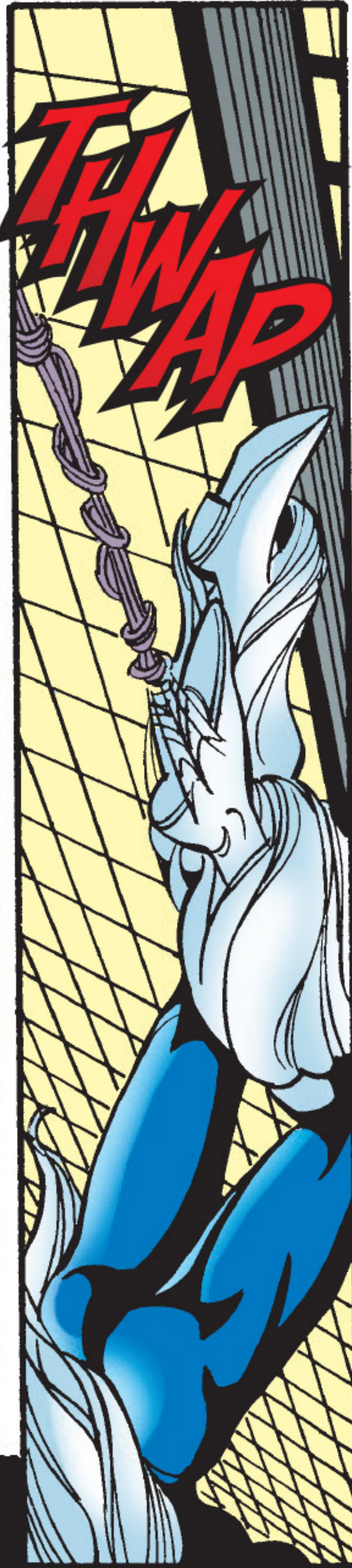


"...AND READING A BOOK."

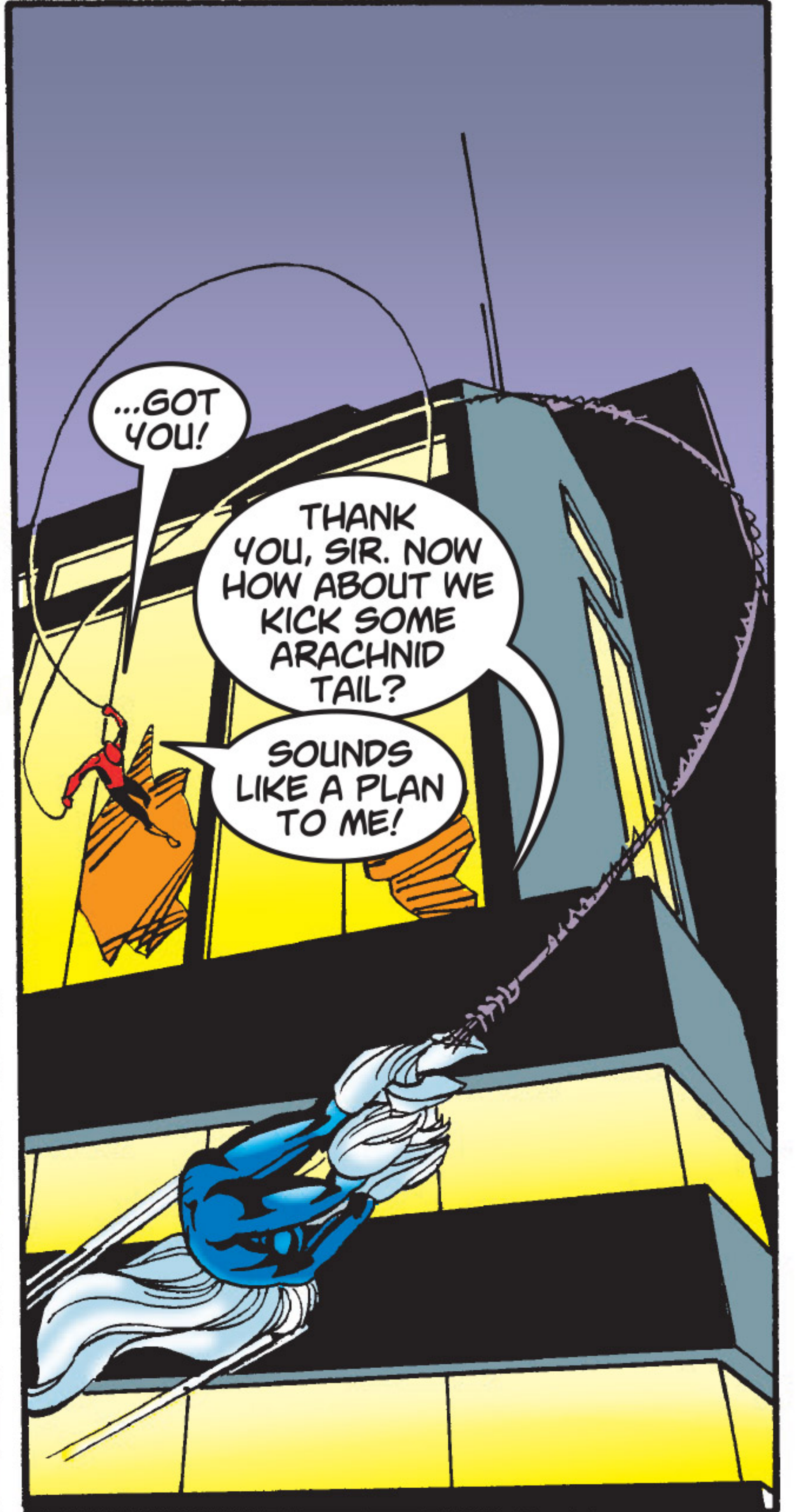
CAT...



...I'VE...



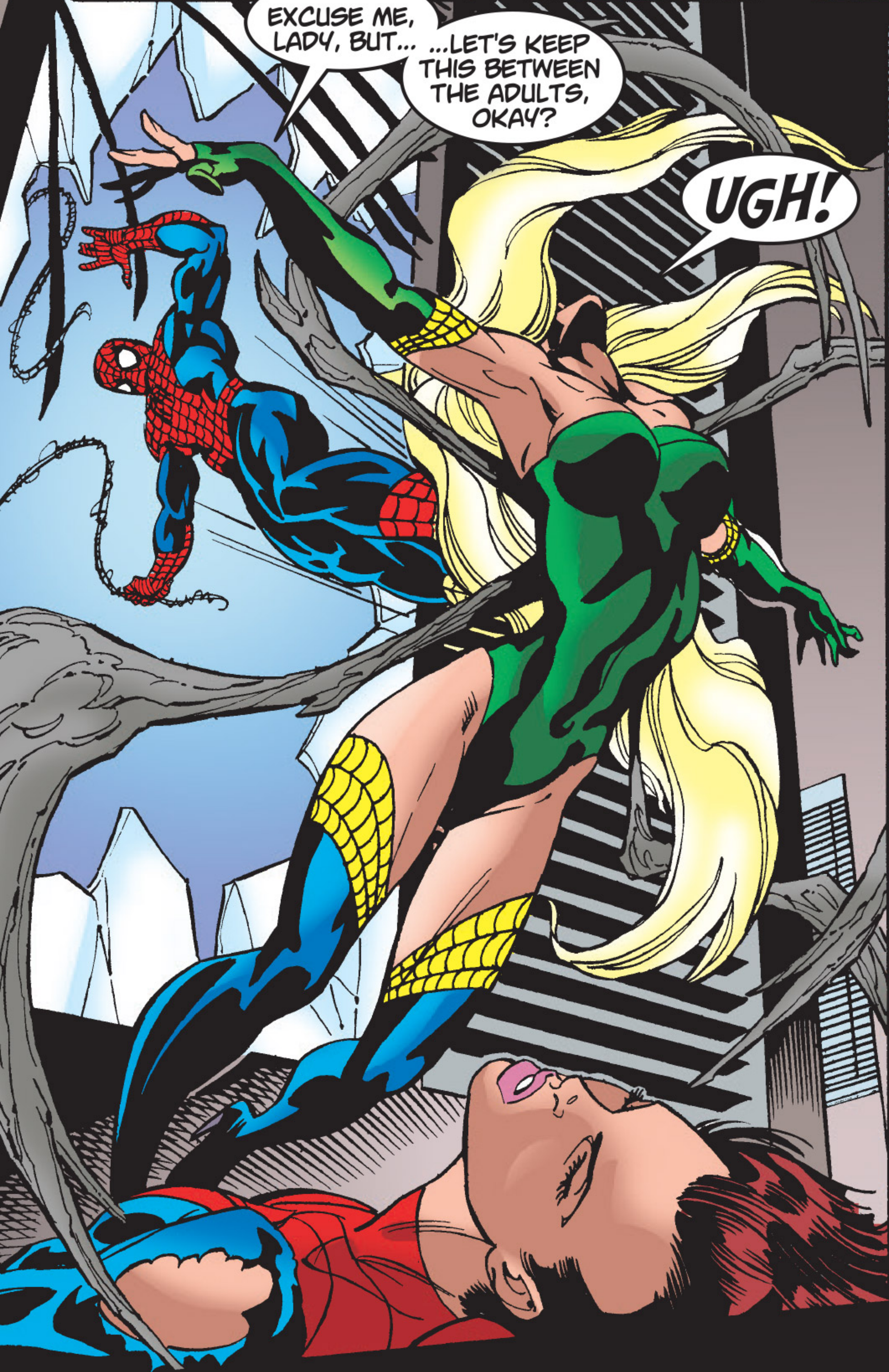
THWAP



...GOT YOU!

THANK YOU, SIR. NOW HOW ABOUT WE KICK SOME ARACHNID TAIL?

SOUNDS LIKE A PLAN TO ME!



EXCUSE ME, LADY, BUT...

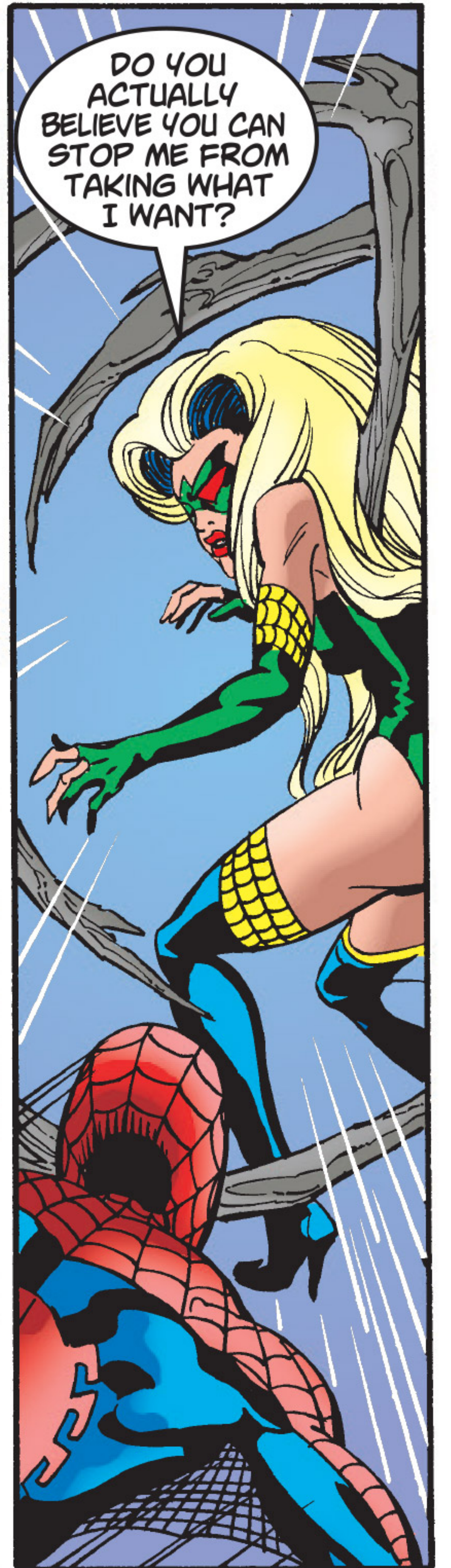
...LET'S KEEP THIS BETWEEN THE ADULTS, OKAY?

UGH!

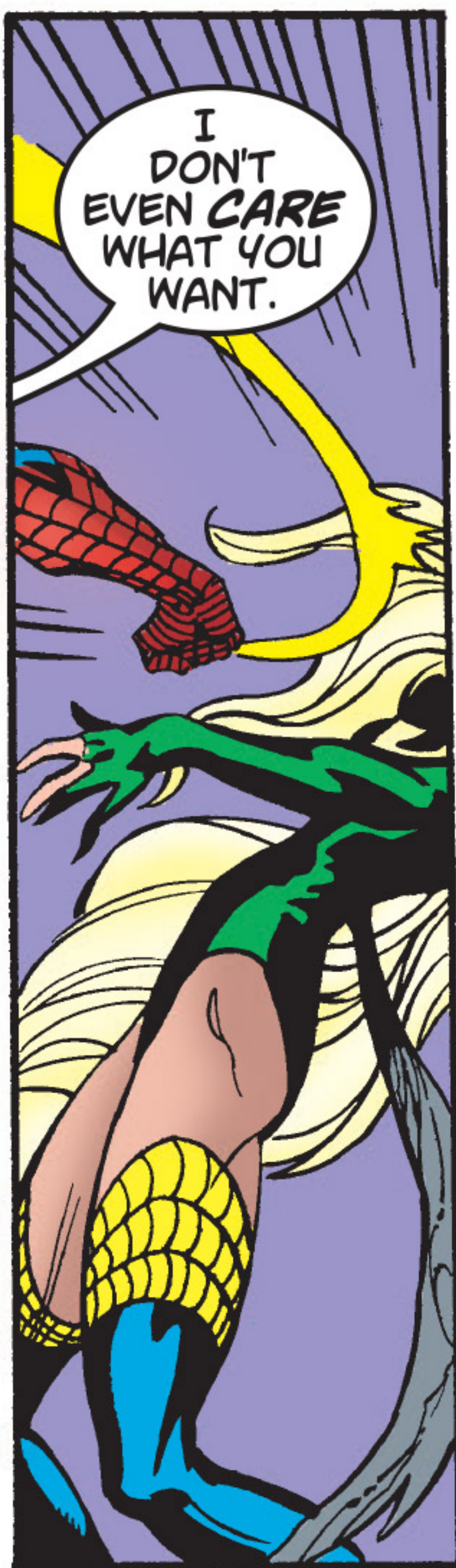


YOU WANT TO SAVE A LITTLE FOR ME, WEBS!

BUT OF COURSE.



DO YOU ACTUALLY BELIEVE YOU CAN STOP ME FROM TAKING WHAT I WANT?



I DON'T EVEN CARE WHAT YOU WANT.



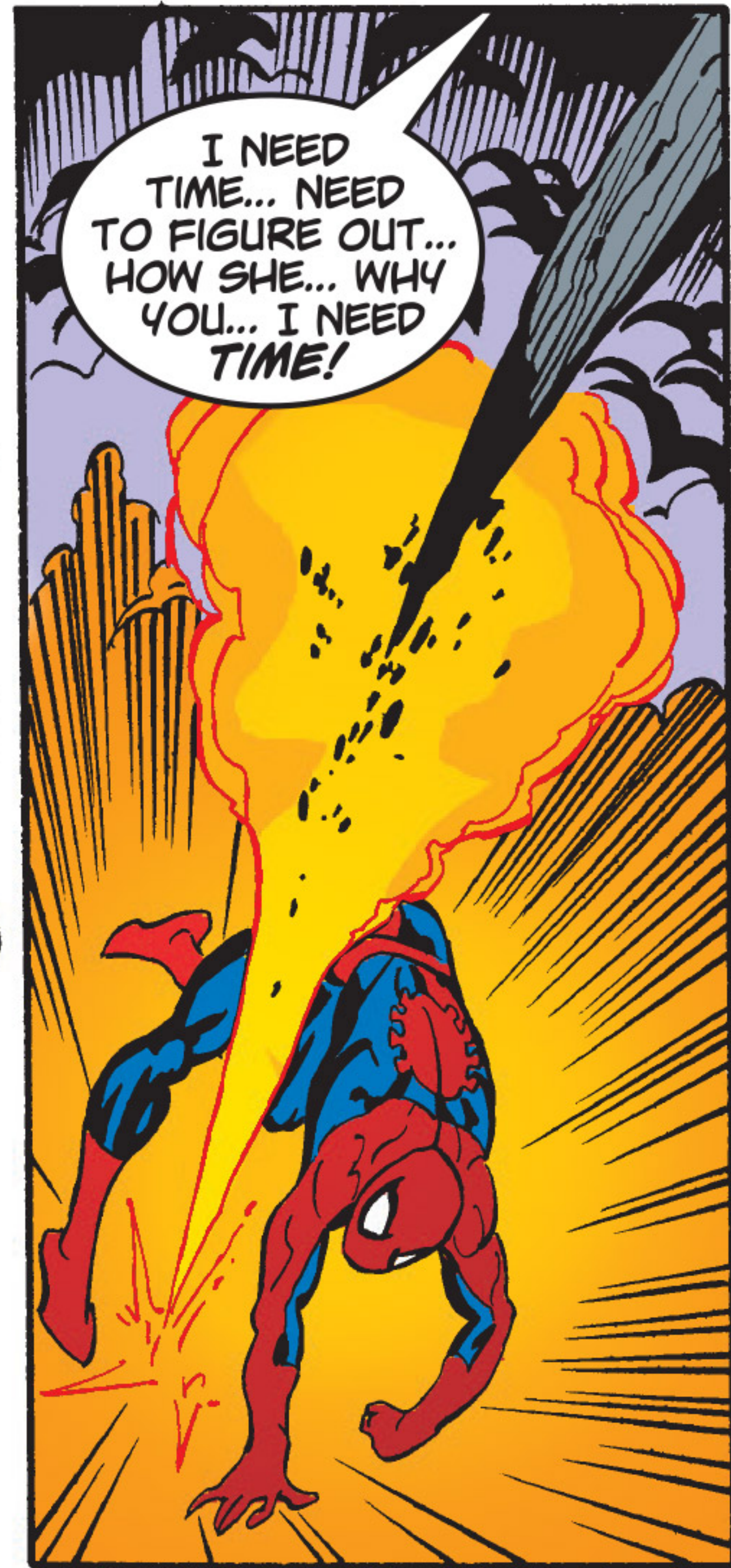
BUT I AM GOING TO STOP YOU!



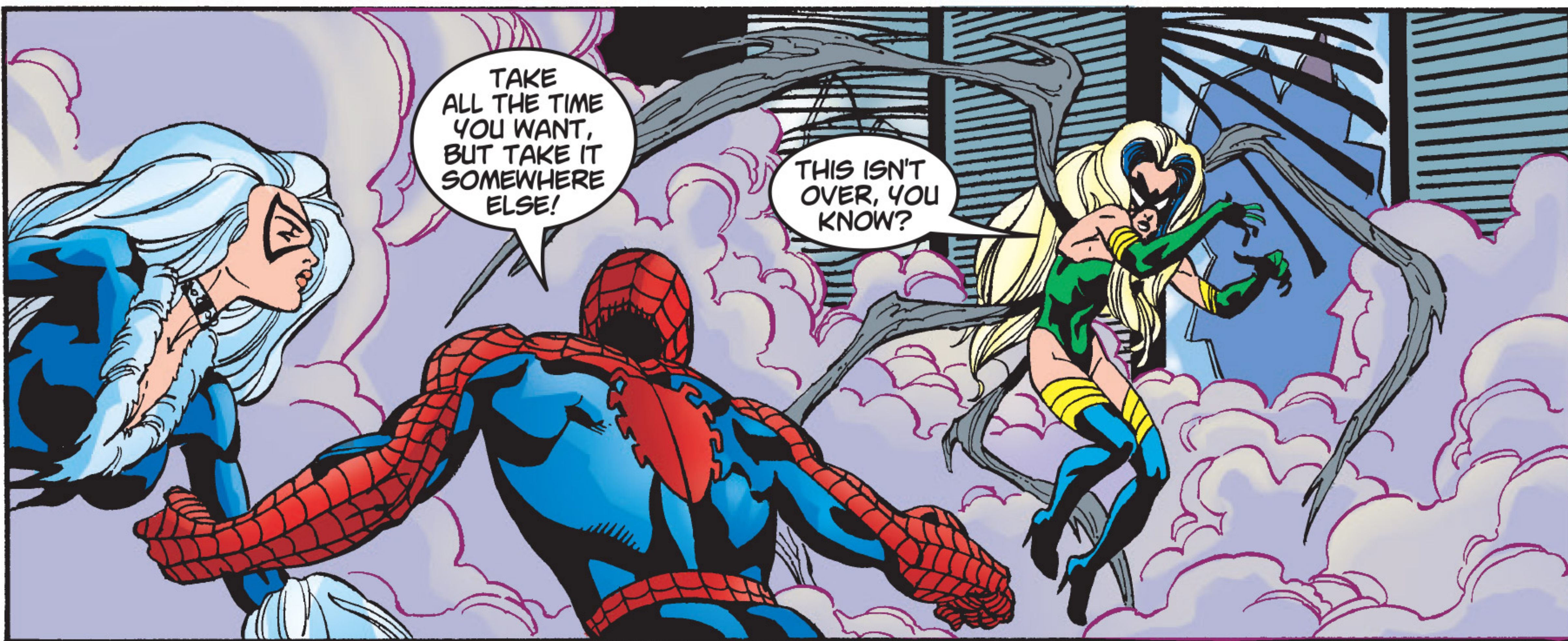
ESPECIALLY IF IT MEANS THAT NOBODY ELSE IS GOING TO GET HURT!



YOU ARE BECOMING A REAL PAIN!



I NEED TIME... NEED TO FIGURE OUT... HOW SHE... WHY YOU... I NEED TIME!

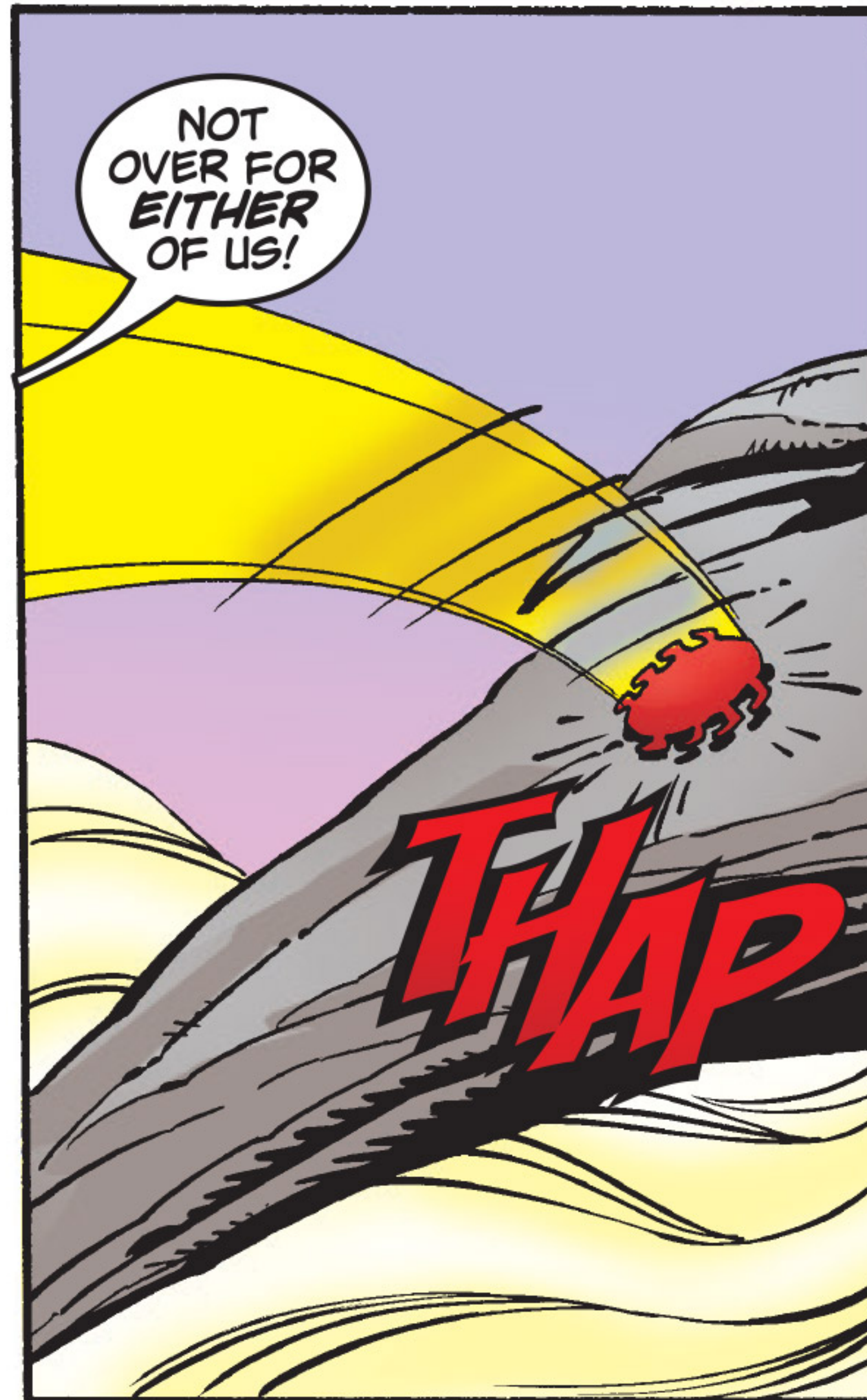


TAKE ALL THE TIME YOU WANT, BUT TAKE IT SOMEWHERE ELSE!

THIS ISN'T OVER, YOU KNOW?



YOU ARE RIGHT ABOUT THAT, LADY.



NOT OVER FOR EITHER OF US!



WAS THAT
ONE OF YOUR
PATENTED *SPIDER-
TRACERS*?

THOUGHT
MAYBE I'D LOOK
HER UP AFTER I GOT
MATTIE TO A
DOCTOR.

BUT YOU
PROMISED...



SORRY, BUT YOU'RE
TOO SICK FOR ME TO
BE DRAGGING YOU
AROUND HALF
THE CITY.

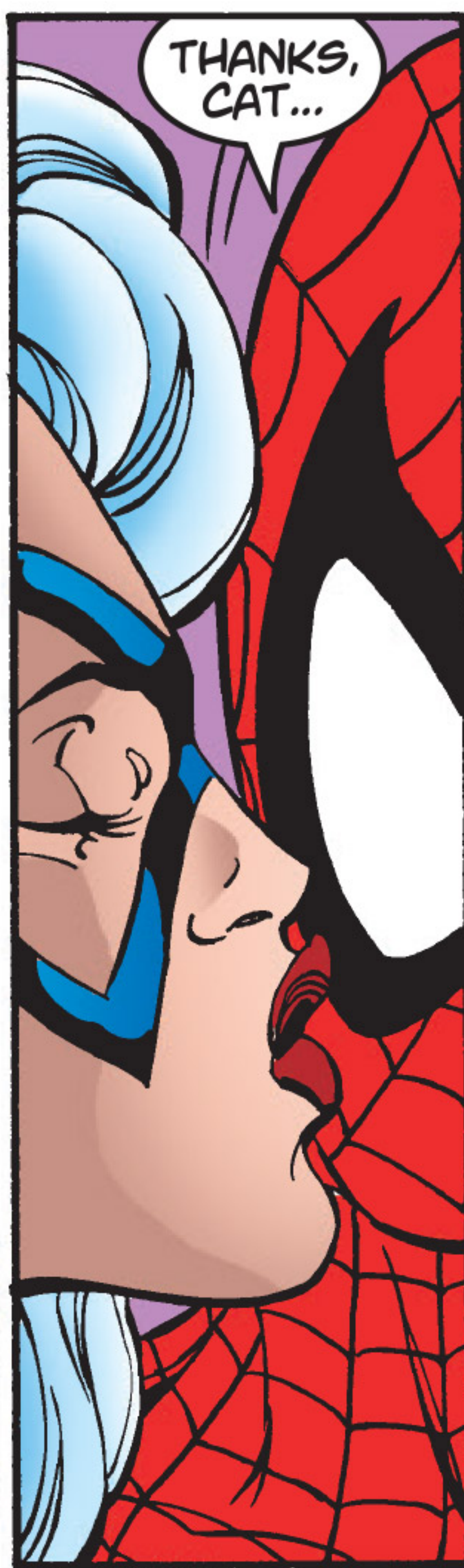
THE HOSPITAL
OR I TAKE YOU
HOME TO YOUR
FATHER --

YOUR
CALL.

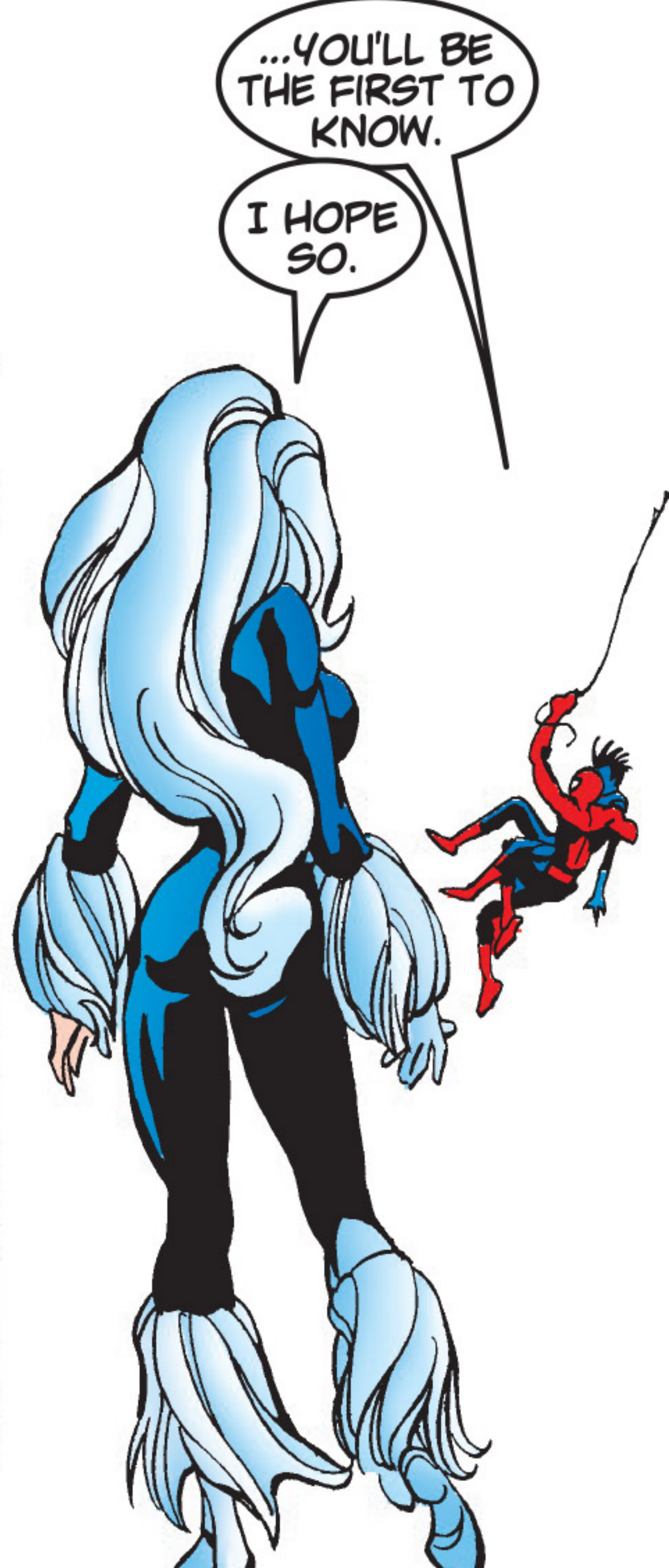
THE
HOSPITAL.



YOU KNOW, SPIDEY... YOU
CAN SWEEP *ME* OFF MY FEET
ANYTIME. AND IF THINGS DON'T
WORK OUT BETWEEN YOU
AND WHOEVER...



THANKS,
CAT...



...YOU'LL BE
THE FIRST TO
KNOW.

I HOPE
SO.

